## UNITED STATES

## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM N-CSR

# CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-08361		
	Goldman Sachs Variable Insurance Trust	
	(Exact name of registrant as specified in charter) 4900 Sears Tower, Chicago, Illinois 60606-6303	
(	(Address of principal executive offices) (Zip code)	
Howard B. Surloff, Esq. Goldman, Sachs & Co. One New York Plaza New York, New York 10004	Copies to: Jeffrey A. Dalke, Esq. Drinker Biddle & Reath LLP One Logan Square 18th and Cherry Streets Philadelphia, PA 19103	
	(Name and address of agents for service)	
Registran	nt's telephone number, including area code: (312) 655-4400	
Date of fiscal year end: December 31		
	Date of reporting period: June 30, 2003	

## ITEM 1. REPORTS TO STOCKHOLDERS.

The Semi-Annual Report to Stockholders is filed herewith.

# Goldman Sachs Variable Insurance Trust

GOLDMAN SACHS ASSET MANAGEMENT, L.P. 32 OLD SLIP, NEW YORK, NEW YORK 10005

Semiannual Report June 30, 2003



## Dear Shareholders:

This report provides an overview of the performance of the Goldman Sachs Variable Insurance Trust – Growth and Income Fund during the six-month reporting period that ended June 30, 2003.

## Market Review

The positive returns experienced in the first half of 2003 were chiefly attributable to strong performance in the second quarter of the year when the U.S. equity markets posted strong gains. While the market's rally was broad based, higher risk, more speculative stocks within the Technology, Biotechnology, and Travel-related sectors led the way. On the economic front, the Federal Reserve Board lowered interest rates yet again as unemployment reached a nine-year high in June 2003 and leading macro-economic indicators showed varied results. Despite the mixed economic data points, investors showed greater optimism in the strength and speed of an expected economic recovery while many investors also took into consideration the anticipated impact of the recent federal tax-cut legislation. Investors were also more willing to tolerate risk and pursue stocks that had underperformed in recent years.

## Investment Objective

The Fund seeks long-term growth of capital and growth of income.

## Portfolio Composition

Top 10 Portfolio Holdings as of June 30, 2003\*

Company	Business	% of Total Net Assets
Citigroup, Inc.	Banks	4.8%
Bank of America Corp.	Banks	3.6
Exxon Mobil Corp.	Energy Resources	3.0
ConocoPhillips	Energy Resources	2.7
U.S. Bancorp	Banks	2.3
ChevronTexaco Corp.	Energy Resources	2.2
RenaissanceRe Holdings Ltd.	Property Insurance	2.0
Praxair, Inc.	Chemicals	1.9
BellSouth Corp.	Telephone	1.9
The Procter & Gamble Co.	Home Products	1.8

<sup>\*</sup> Opinions expressed in this report represent our present opinions only. Reference to individual securities should not be construed as a commitment that such securities will be retained in the Fund. From time to time, the Fund may change the individual securities it holds, the number or types of securities held and the markets in which it invests. Fund holdings of stocks or bonds should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities. References to individual securities do not constitute a recommendation to the investor to buy, hold or sell such securities. In addition, references to past performance of the Fund do not indicate future returns, which are not guaranteed and will vary. Furthermore, the value of shares of the Fund may fall as well as rise.

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## Shareholder Letter (continued)

#### Performance Review

Over the six-month period that ended June 30, 2003, the Fund generated a cumulative total return of 8.23%. Over the same time period, the Fund's benchmark, the Standard & Poor's 500 Index (with dividends reinvested) generated a cumulative total return of 11.76%. The Fund's emphasis on higher quality value stocks caused it to underperform its benchmark during the reporting period, as riskier, more speculative stocks generated the strongest returns

Our emphasis on quality value stocks at attractive valuations has served us well in most market environments. While the second quarter 2003 was dominated by the strong rebound in highly speculative, lower quality stocks, we remained committed to finding and investing in those companies with good business models, high or improving return on invested capital, and quality managements. Despite the recent exuberance in the market, we believe valuations are still unwarranted in some sectors and balance sheet improvement is not as substantial as perceived by some investors. Furthermore, as we meet with managements, we are not seeing the same level of optimism about a recovery in their respective businesses. Demand remains weak and overcapacity and poor pricing plagues many sectors. As such, we positioned the Fund accordingly during the reporting period.

The Fund's underperformance came largely from the Technology sector where stocks held by the Fund, such as Accenture Ltd. and Microsoft Corp., posted flat returns while the overall sector in the benchmark was up strongly. The Fund's underweight in the Telecom sector as well as exposure to SBC Communications and BellSouth Corp. were also unfavorable to performance.

Other detractors included Freddie Mac, which declined after it announced a management shakeup surrounding its need to restate earnings. After carefully analyzing the situation, we decided to slightly reduce the Fund's position as we felt that the risk/reward profile had been altered. We continue to monitor the situation very closely.

We thank you for your investment and look forward to serving your investment needs in the future.

Goldman Sachs Value Portfolio Management Team

Shares	Description		Value
Common St	ocks – 96.6%		
<b>Alcohol – 0.5</b> 4,196	% Anheuser-Busch Companies, Inc.	\$	214,206
Apartment –	0.7% AvalonBay Communities, Inc.		277,160
Banks – 17.8°			277,100
18,875	Bank of America Corp.		1,491,691
	Charter One Financial, Inc.		208,844
	Citigroup, Inc.		1,945,645
	KeyCorp		711,350
2,499	M&T Bank Corp.		210,466
10,500			343,455
5,300	1 ,		180,518
38,104			933,548
13,800			551,448
14,044	Wells Fargo & Co.	_	707,818
			7,284,783
Brokers – 1.4			
	Lehman Brothers Holdings, Inc.		212,736
	Merrill Lynch & Co., Inc.		239,235
2,400	Morgan Stanley	_	102,600
			554,571
Chemicals – 2	2.4%		
4,400	E.I. du Pont de Nemours & Co.		183,216
13,025	Praxair, Inc.		782,802
			966,018
Computer Ha	rdware – 2.6%		
9,200	CDW Corp.*		421,360
29,600	Hewlett-Packard Co.		630,480
			1,051,840
Computer So	ftware – 1.7%		
5,005	International Business Machines		
	Corp.		412,912
22,500	Oracle Corp.*		270,450
			683,362
Defense/Aero	space – 1.3%		
7,414	United Technologies Corp.		525,134
Drugs – 3.4%			
	Bristol-Myers Squibb Co.		320,370
	Pfizer, Inc.		734,225
7,000	Wyeth	_	318,850
			1,373,445
	ipment – 0.4%		
6,200	Dover Corp.		185,752
Electrical Util			
4,800	Dominion Resources, Inc.		308,496
26,858	Energy East Corp.		557,572
9,957	Entergy Corp.		525,530
10,099	Exelon Corp.		604,021
11,060	FirstEnergy Corp.		425,257
4,775	FPL Group, Inc.		319,209
9,021	PPL Corp.	_	387,903
			3,127,988
·		_	_

Shares	Description		Value
Common St	ocks – (continued)		
Energy Resou			271 010
	Apache Corp.	\$	371,818
9,900	,		535,293
	ChevronTexaco Corp.		880,840
	ConocoPhillips		1,112,440
34,131			1,225,644
13,500	Occidental Petroleum Corp.	-	452,925 4,578,960
Environment	al Services – 0.7%		4,376,900
	Waste Management, Inc.		271,567
Financial Serv	vices – 3.9%		
8,721	Countrywide Credit Industries, Inc.		606,720
3,843	Fannie Mae		259,172
7,882	Freddie Mac		400,169
8,813	SLM Corp.		345,205
			1,611,266
Food & Bever	rage – 1.0%		
	H.J. Heinz Co.		429,630
Forest – 0.8% 9,186	Bowater, Inc.		344,016
	·		311,010
Heavy Electri 5,400	Emerson Electric Co.		275,940
Heavy Machii	nery - 0.9%		
8,548	Deere & Co.		390,644
Home Produc	ts – 3.8%		
9,100	Avon Products, Inc.		566,020
5,900	The Clorox Co.		251,635
8,266	The Procter & Gamble Co.		737,162
			1,554,817
Industrial Par	ts – 2.7%		
	American Standard Companies,		
	Inc.*		282,782
3,100	Eaton Corp.		243,691
7,100	Illinois Tool Works, Inc.		467,535
2,400	W.W. Grainger, Inc.		112,224
			1,106,232
	Services – 0.6%		
14,295	Accenture Ltd.*		258,597
Life Insurance			
11,901	John Hancock Financial Services,		
	Inc.		365,718
13,000	MetLife, Inc.	_	368,160
			733,878
Media – 4.2%			215 (0)
13,400			215,606
12,950			413,105
13,079	Fox Entertainment Group, Inc.*		376,414
24,700	General Motors Corp. Class H*		316,407
11,200	Lamar Advertising Co.*	_	394,352
			1,715,884

Shares	Description	Value		
Common St	Common Stocks – (continued)			
/	ucts – 1.3%  Baxter International, Inc.  Becton, Dickinson and Co.	\$ 317,200 198,135 515,335		
Mining – 0.59 8,085	% Alcoa, Inc.	206,168		
	rial – 2.0% Duke Realty Corp. Liberty Property Trust	402,230 413,954 816,184		
Oil Services - 5,500	- 0.5% BJ Services Co.*	205,480		
7,900	iStar Financial, Inc. Plum Creek Timber Co., Inc. Public Storage, Inc.	580,350 205,005 152,415 937,770		
9,100 12,625 17,542 5,800	American International Group, Inc. PartnerRe Ltd. RenaissanceRe Holdings Ltd. The Allstate Corp. Willis Group Holdings Ltd. XL Capital Ltd.	502,138 645,264 798,512 206,770 402,825 619,844 3,175,353		
Publishing – (4,440)	Dow Jones & Co., Inc.	191,053		
Railroads – 0 6,813	.8% Canadian National Railway Co.	328,795		
Retail – 0.5% 5,450		212,714		
Retail Appare 14,604		325,085		
Security/Asse 15,875	et Management – 1.4% Alliance Capital Management Holding L.P.	579,437		

Shares	Description		Valu
Common St	ocks – (continued	d)	
Specialty Ret 14,900	ail – 1.2% The Home Depo	t, Inc.	\$ 493,48
6,100	BellSouth Corp. CenturyTel, Inc. SBC Communic	ations, Inc.	772,27/ 212,58 641,30 1,626,16/
Tobacco – 0.9 10,600	% UST, Inc.		371,31
TOTAL CO (Cost \$36,74	MMON STOCK 17,869)	S	\$39,500,030
Principal Amount	Interest Rate	Maturity Date	Valu
Repurchase	Agreement – 3.7	1%	
\$1,500,000	chase Agreement 1.25% urity Value: \$1,5	07/01/2003	\$ 1,500,000
TOTAL RE (Cost \$1,500	PURCHASE AG 1,000)	REEMENT	\$ 1,500,00
TOTAL IN (Cost \$38,24	VESTMENTS 17,869)		\$41,000,03
	me producing securior	-	June 30, 2003.
reflects the	tage shown for value of invest of total net ass	ments in that ca	0 1

## Dear Shareholders:

This report provides an overview of the performance of the Goldman Sachs Variable Insurance Trust – CORE U.S. Equity Fund during the six-month reporting period that ended June 30, 2003.

## Market Review

For the six-month period ended June 30, 2003, the S&P 500 Index gained 11.76%. All 13 sectors in the Index posted positive returns, with Utilities and Technology posting the largest absolute gains. The Financials sector contributed (weight times performance) most positively to the Index's gains, followed by the Technology sector.

## Investment Objective

The Fund seeks long-term capital growth and dividend income.

## Portfolio Composition

Top 10 Portfolio Holdings as of June 30, 2003\*

Company	Business	% of Total Net Assets
Wal-Mart Stores, Inc.	Retail Apparel	3.3%
Citigroup, Inc.	Banks	3.1
Exxon Mobil Corp.	Energy Resources	2.4
Microsoft Corp.	Computer Software	2.2
Johnson & Johnson	Drugs	2.2
Bank of America Corp.	Banks	2.2
General Electric Co.	Industrial Parts	2.2
Merck & Co., Inc.	Drugs	2.0
Pfizer, Inc.	Drugs	2.0
The Procter & Gamble Co.	Home Products	1.9

<sup>\*</sup> Opinions expressed in this report represent our present opinions only. Reference to individual securities should not be construed as a commitment that such securities will be retained in the Fund. From time to time, the Fund may change the individual securities it holds, the number or types of securities held and the markets in which it invests. Fund holdings of stocks or bonds should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities. References to individual securities do not constitute a recommendation to the investor to buy, hold or sell such securities. In addition, references to past performance of the Fund do not indicate future returns, which are not guaranteed and will vary. Furthermore, the value of shares of the Fund may fall as well as rise.

## Shareholder Letter (continued)

#### Performance Review

Over the six-month period that ended June 30, 2003, the Fund generated a cumulative total return of 10.95%. Over the same time period, the Fund's benchmark, the Standard & Poor's 500 Index (with dividends reinvested), generated a cumulative total return of 11.76%. The Fund's underperformance was largely due to a dramatic shift in market leadership earlier in the second quarter of 2003, and investors' favoring lower quality stocks over their fundamentally stronger counterparts.

Returns to the CORE<sup>SM</sup> themes were mixed for the six-month period. After a solid 2002, among the CORE themes, Momentum struggled in the first half of 2003 as companies with strong momentum characteristics hurt relative returns. Management Impact also detracted for the period. As was the case in 2002, Profitability led the pack as exposure to companies with strong profit margins and good operating efficiency boosted relative returns. Earnings Quality and Valuation added value, albeit less significantly, while Fundamental Research was flat.

Stock selection was negative in eight of the 13 sectors, particularly in the heavily weighted Technology and Consumer Cyclicals sectors. Meanwhile, holdings in the Health Care sector added value relative to the benchmark but did little to offset losses elsewhere.

In managing the CORE<sup>SM</sup> products, we do not take size or sector bets. We hope to add value versus the Fund's index through individual stock selection. Our quantitative process seeks out stocks with good momentum that also appear to be good values. We prefer stocks about which fundamental research analysts are becoming more positive and companies with strong profit margins, sustainable earnings, and that use their capital to enhance shareholder value. These factors are not highly correlated to each other, which diversifies the Fund's sources of returns.

We thank you for your investment and look forward to your continued confidence.

Goldman Sachs Quantitative Equity Management Team

Shares	Description		Value
Common Sto	cks – 99.1%		
Airlines – 0.1%			
9,600	Southwest Airlines Co.	\$	165,120
Banks - 10.2%			
3,900	Associated Banc-Corp.		143,832
	Bank of America Corp.		3,629,927
8,900	Charter One Financial, Inc.		277,502
119,166	Citigroup, Inc.		5,100,305
14,700	Popular, Inc.		567,273
6,900	SouthTrust Corp.		187,680
25,700	SunTrust Banks, Inc.		1,525,038
92,900	U.S. Bancorp.		2,276,050
62,400	Wachovia Corp.		2,493,504
6,600	Wells Fargo & Co.		332,640
			16,533,75
Biotechnology	- 2.6%		
	Amgen, Inc.*		840,59
33,100	2		070,57
33,100	Biosystems Group		629,89
17 600	Chiron Corp.*		769,47
	Gilead Sciences, Inc.*		555,80
	MedImmune, Inc.*		1,462,07
40,200	wiedininune, me.	_	
			4,257,83
Brokers – 2.5%			
22,000	Lehman Brothers Holdings, Inc.		1,462,56
39,500	Morgan Stanley		1,688,62
11,600	The Bear Stearns		
	Companies, Inc.		840,072
			3,991,25
Chemicals – 1.	5%		
	3M Co.		1,135,02
	Monsanto Co.		1,088,49
	The Sherwin-Williams Co.		223,10
-,		_	2,446,62
	1 400/		2,
Computer Hard			
15,700	Communications, Inc.*		218,01
34 300	Cisco Systems, Inc.*		572,46
	Comverse Technology, Inc.*		278,05
94,500	Dell Computer Corp.*		3,020,22
131,600	Hewlett-Packard Co.		2,803,08
15,600	Ingram Micro, Inc.*		171,60
11,500	Lexmark International, Inc.*		813,85
11,500	Zexmark international, inc.	_	7,877,29
			1,011,29
Computer Soft			<b>55</b> ( 0 0
24,200	Adobe Systems, Inc.		776,09
47,500	BMC Software, Inc.*		775,67
45,200	Citrix Systems, Inc.*		920,27
12,600	International Business		4.000 -:
	Machines Com		1 020 500
32,900	Machines Corp. Intuit, Inc.*		1,039,500 1,465,037

Shares	Description	Value
Common Sto	ocks – (continued)	
•	tware – (continued)	0.0000
	Microsoft Corp.	\$ 3,649,425
41,300	Oracle Corp.*	496,426
		9,122,429
Defense/Aeros		157 973
	The Boeing Co.	157,872
Drugs – 8.8%	Allergan, Inc.	154 200
	Eli Lilly & Co.	154,200 1,317,327
	Forest Laboratories, Inc.*	733,650
	· · · · · · · · · · · · · · · · · · ·	
	Johnson & Johnson	3,644,850
	McKesson Corp.	1,908,516
	Merck & Co., Inc.	3,324,195
92,930	Pfizer, Inc.	3,173,560
		14,256,298
Electrical Utilit	ties – 2.5% Edison International*	213,590
,		
	Entergy Corp.	1,747,018
	FPL Group, Inc.	1,383,795
30,100	PG&E Corp.*	636,615
		3,981,018
Energy Resour		
	Apache Corp.	507,468
	ConocoPhillips	1,875,420
	Devon Energy Corp.	325,740
	Exxon Mobil Corp.	3,849,983
39,600	Occidental Petroleum Corp.	1,328,580
		7,887,191
Environmental	Services – 0.5%	
33,100	Waste Management, Inc.	797,379
Financial Servi	ices – 1.8%	
15,300	American Express Co.	639,693
4,100	Countrywide Credit	
	Industries, Inc.	285,237
4,700	Freddie Mac	238,619
52,000	MBNA Corp.	1,083,680
17,100	SLM Corp.	669,807
		2,917,036
Food & Bevera	nge – 3.4%	
39,600	•	509,652
48,700		1,585,185
	SUPERVALU, INC.	191,880
65,000		1,952,600
9,500		440,895
78,300	Tyson Foods, Inc.	831,546
, 0,500	1,000 10000, 1110.	5,511,758
		2,211,730
Forest – <b>0.1</b> % 4,100	International Paper Co.	146,493
		170,773
Gold – 0.1%	Name and Mining C. H. 11. C.	170.020
5,300	Newmont Mining Corp., Holding Co	. 172,038
·	· · · · · · · · · · · · · · · · · · ·	·

Shares	Description	Value
Common Sto	cks – (continued)	
Health Insuran	ce – 1.1%	
4,800	Coventry Health Care, Inc.*	\$ 221,568
25,400	Health Net, Inc.*	836,930
14,300	PacifiCare Health Systems, Inc.*	705,419
		1,763,917
Heavy Electric		490.240
9,400	Emerson Electric Co.	480,340
Home Products		4 000 000
	Avon Products, Inc.	1,903,320
	Colgate-Palmolive Co.	591,090
	The Clorox Co.	290,020
	The Gillette Co.	149,742
34,600	The Procter & Gamble Co.	3,085,628
		6,019,800
Industrial Part	s – 2.5%	
124,300	General Electric Co.	3,564,924
9,800	W.W. Grainger, Inc.	458,248
		4,023,172
Industrial Serv	ices = 0.1%	
	Career Education Corp.*	212,102
Information Se	ervices – 1.2%	
	Convergys Corp.*	195,200
,	Moody's Corp.	1,744,701
,		1,939,901
Internet – 0.6%	6	· · · ·
	eBay, Inc.*	895,948
Life Insurance	- 3.1%	
52,500	MetLife, Inc.	1,486,800
17,300	Nationwide Financial	
	Services, Inc.	562,250
29,700	Principal Financial Group, Inc.	957,825
58,500	Prudential Financial, Inc.	1,968,525
		4,975,400
Media – 5.7%		
183,000	AOL Time Warner, Inc.*	2,944,470
	Comcast Corp.*	1,225,157
57,600	Fox Entertainment Group, Inc.*	1,657,728
31,500	General Motors Corp. Class H*	403,515
67,000	Liberty Media Corp.*	774,520
12,900	PanAmSat Corp.*	237,747
47,373	Viacom, Inc. Class B*	2,068,305
17,575	viaconi, nic. Ciass B	9,311,442
Medical Produ	cts = 2.7%	,- ,· ·-
24,600	Boston Scientific Corp.*	1,503,060
17,600		781,264
6,800	-	326,196
38,800	Zimmer Holdings, Inc.*	1,747,940
- 0,000		
		4,358,460

Shares	Description		Value
Common Sto	cks – (continued)		
Medical Provid	lers – 0.4%		
	Oxford Health Plans, Inc.*	\$	247,977
8,800	UnitedHealth Group, Inc.	_	442,200
			690,177
Motor Vehicle			
	AutoNation, Inc.*		1,436,808
/	Ford Motor Co.		374,759
46,500	General Motors Corp.	_	1,674,000
			3,485,567
Office Industria			250 222
13,300	Equity Office Properties Trust		359,233
Oil Refining –			
	Sunoco, Inc.		1,079,364
7,500	Valero Energy Corp.	_	272,475
			1,351,839
Oil Services –	1.1%		
71,900	Halliburton Co.		1,653,700
9,400	Transocean, Inc.*		206,518
			1,860,218
Packaging – 0.	1%		
	Sealed Air Corp.*		204,938
Property Insura	ance – 2.6%		
6,300	American Financial Group, Inc.		143,640
19,406	American International		
	Group, Inc.		1,070,823
	CNA Financial Corp.*		457,560
	Fidelity National Financial, Inc.		303,755
	Loews Corp.		1,811,207
3,200	Marsh & McLennan		
	Companies, Inc.		163,424
18,921	1 , , 1		200 204
	Class B	_	298,384
			4,248,793
Publishing – 0.			
24,300	Deluxe Corp.		1,088,640
Railroads – 0.3	%		
5,400	Burlington Northern		
	Santa Fe Corp.		153,576
8,400	CSX Corp.	_	252,756
			406,332
Restaurants –			
16,500	Starbucks Corp.*		404,580
Retail Apparel			
8,200			110,454
93,000	• '		1,567,050
101,000	Wal-Mart Stores, Inc.		5,420,670
			7,098,174

Shares	Description	Value
Common Sto	cks – (continued)	
Semiconductor	rs – 4.0%	
,	Advanced Micro Devices, Inc.*	\$ 523,050
,	Arrow Electronics, Inc.*	402,330
,	Avnet, Inc.*	674,570
	Intel Corp.	2,011,89
25,600	SanDisk Corp.*	1,032,960
102,100	Texas Instruments, Inc.	1,796,960
		6,441,775
Specialty Reta	il – 3.1%	
	Best Buy Co., Inc.*	650,01
37,100	Costco Wholesale Corp.*	1,357,860
	CVS Corp.	1,496,802
85,200	Staples, Inc.*	1,563,420
,	1 /	5,068,09
Telecommunica	ations Equipment – 2.6%	
	Motorola, Inc.	2,006,70
	QUALCOMM, Inc.	2,248,67
, , , , , , ,	,	4,255,379
Telephone – 3.	4%	
-	AT&T Corp.	175,17
	Owest Communications	1,0,1,
32,000	International, Inc.*	155,82
72 122	SBC Communications, Inc.	1,842,71
	Sprint Corp.	1,874,880
39,294		1,550,149
37,274	verizon communications, me.	5,598,74
		3,376,74
Tobacco – 0.9%		100.00
,	Loews Corp. — Carolina Group	180,90
35,600	R.J. Reynolds Tobacco	1 224 67
	Holdings, Inc.	1,324,670
		1,505,570
Truck Freight -		
7,100	United Parcel Service, Inc.	452,270
Wireless – 1.4	<b>%</b>	
31,800	ALLTEL Corp.	1,533,39
93,324	AT&T Wireless Services, Inc.*	766,19
500	United States Cellular Corp.*	12,72
		2,312,31
TOTAL CO	MMON STOCKS	
(Cost \$154,17		\$161,034,52

Principal Amount	Interest Rate	Maturity Date		Value
Repurchase	Agreement – 0.7%	6		
\$1,200,000	hase Agreement A 1.25% rity Value \$1,200	07/01/2003	\$	1,200,000
TOTAL REP (Cost \$1,200,	URCHASE AGR 000)	EEMENT	\$	1,200,000
	ESTMENTS BEI	FORE SECURIT	IES	
(Cost \$155,3	OLLATERAL 72,988)		\$10	62,234,528
Shares	Description			Value
Securities Le	nding Collateral -	- 0.3%		
375,700	Boston Global In Trust — Enhance		\$	375,700
TOTAL SEC	URITIES LEND	ING COLLATEI	RAL	

TOTAL INVESTMENTS (Cost \$155,748,688)

(Cost \$375,700)

375,700

\$162,610,228

The percentage shown for each investment category reflects the value of investments in that category as a percentage of total net assets.

<sup>\*</sup> Non-income producing security.

^ Joint repurchase agreement was entered into on June 30, 2003.

## Dear Shareholders:

This report provides an overview of the performance of the Goldman Sachs Variable Insurance Trust – CORE Small Cap Equity Fund during the six-month reporting period that ended June 30, 2003.

#### Market Review

The Russell 2000 Index (the "Index") gained 17.88% during the six-month reporting period. All 13 sectors in the Index posted positive absolute returns for the period. Telecommunications was the biggest absolute performer, followed by Health Care and Technology. Technology was also the biggest contributor (weight times performance) to Index gains, followed by the Health Care and Financials sectors.

## Investment Objective

The Fund seeks long-term growth of capital.

## Portfolio Composition

Top 10 Portfolio Holdings as of June 30, 2003\*

Company	Business	% of Total Net Assets
United Stationers, Inc.	Forest	1.3%
Sunoco, Inc.	Oil Refining	1.1
LandAmerica Financial Group, Inc.	Property Insurance	1.0
Gabelli Asset Management, Inc.	Securities/Asset Management	0.9
HRPT Properties Trust	Other REIT	0.8
Invitrogen Corp.	Biotechnology	0.7
Kos Pharmaceuticals, Inc.	Biotechnology	0.7
Silicon Valley Bancshares	Banks	0.7
Hearst-Argyle Television, Inc.	Media	0.7
Pulitzer, Inc.	Publishing	0.7

<sup>\*</sup> Opinions expressed in this report represent our present opinions only. Reference to individual securities should not be construed as a commitment that such securities will be retained in the Fund. From time to time, the Fund may change the individual securities it holds, the number or types of securities held and the markets in which it invests. Fund holdings of stocks or bonds should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities. References to individual securities do not constitute a recommendation to the investor to buy, hold or sell such securities. In addition, references to past performance of the Fund do not indicate future returns, which are not guaranteed and will vary. Furthermore, the value of shares of the Fund may fall as well as rise.

## Performance Review

Over the six-month period that ended June 30, 2003, the Fund generated a cumulative total return of 16.32%. Over the same period, the Fund's benchmark, the Russell 2000 Index (with dividends reinvested), generated a cumulative total return of 17.88%. The Fund's relative underperformance was largely due to a dramatic shift in market leadership earlier in the second quarter 2003, and investors' favoring low quality stocks over their fundamentally stronger counterparts.

Returns attributable to the CORE<sup>SM</sup> themes were mixed for the six-month period. In keeping with 2002, Profitability led the pack as exposure to companies with strong profit margins and good operating efficiency boosted relative returns. Earnings Quality, Fundamental Research and Valuation also added value, albeit less significantly. On the downside, the Fund's exposure to companies engaged in stock repurchasing detracted most significantly through our Management Impact theme. Momentum also detracted from performance for the period. Stock selection was negative in seven of the 13 sectors versus the benchmark, most notably in the heavily weighted Health Care and Technology sectors. Conversely, the Fund's holdings in the top-weighted Financials and Consumer Cyclicals sectors added value relative to the benchmark but did little to offset losses felt elsewhere.

In managing the CORE products, we do not take size or sector bets. We hope to add value versus the Fund's index through individual stock selection. Our quantitative process seeks out stocks with good momentum that also appear to be good values. We prefer stocks about which fundamental research analysts are becoming more positive, and companies with strong profit margins, sustainable earnings, and that use their capital to enhance shareholder value. These factors are not highly correlated to each other, which diversifies the Fund's sources of returns.

We thank you for your investment and look forward to your continued confidence.

Goldman Sachs Quantitative Equity Management Team

Shares	Description	Value
Common S	itocks – 99.6%	
Airlines – 0.	3%	
	AirTran Holdings, Inc.*	\$ 34,687
	Alaska Air Group, Inc.*	34,363
3,800	Continental Airlines, Inc. Class B*	56,886
3,655	ExpressJet Holdings, Inc.*	 55,191
		181,127
3,400	2% The Robert Mondavi Corp.*	86,054
Apartments	- 0.3%	
	Amli Residential Properties Trust	113,323
1,900	Mid-America Apartment	
	Communities, Inc.	51,319
		164,642
Banks – 7.5°	%	
716	BancFirst Corp.	37,132
3,580	Bank of Hawaii Corp.	118,677
4,100	BankAtlantic Bancorp, Inc.	48,749
3,700	Berkshire Hills Bancorp, Inc.	105,080
	Capital City Bank Group, Inc.	99,550
2,922	Center Bancorp, Inc.	44,181
	Commercial Federal Corp.	150,520
/	Corus Bankshares, Inc.	246,993
	East West Bancorp, Inc.	75,894
	First Citizens BancShares, Inc.	282,352
	First Community Bancorp	74,808
	First Financial Bankshares, Inc.	42,829
	Flushing Financial Corp.	97,149
	Fulton Financial Corp.	17,724
	Hancock Holding Co.	225,888
734	_	35,819
842	Independence Community Bank	33,617
072	Corp.	23,761
1.507	Independent Bank Corp.	
		38,715
	LNB Bancorp, Inc.	40,508 275,693
	OceanFirst Financial Corp.	
	Pacific Capital Bancorp PFF Bancorp, Inc.	177,563
	1 /	85,919
3,200	Port Financial Corp.	172,416
	Prosperity Bancshares, Inc.	48,125
2,252	Provident Bankshares Corp.	57,223
	Provident Financial Group, Inc.	51,260
4,900	R&G Financial Corp. Class B	145,530
15,559	Silicon Valley Bancshares*	370,460
2,500	Southwest Bancorporation of	04.055
2 000	Texas, Inc.*	81,275
3,000	Sterling Bancorp	83,670
5,800	Susquehanna Bancshares, Inc.	135,430
1,949	Texas Regional Bancshares, Inc.	67,630
1,484	Trustmark Corp.	37,797
	UMB Financial Corp.	240,408
4,600	Unizan Financial Corp.	80,822
	Wintrust Financial Corp.	25,515
862	williast Financial Corp.	 23,313

Shares	Description	١	/alue
Common S	Stocks – (continued)		
Biotechnolo	pgy – 6.8%		
2,800 24,791	Albany Molecular Research, Inc.*  Applera Corp. — Celera	\$ 42,	,280
- 1,172	Genomics Group*	255.	,843
5,000	Bio-Rad Laboratories, Inc.*		,750
	Celgene Corp.*		,832
	Cell Genesys, Inc.*		,018
	Connetics Corp.*	158.	,682
17,000	Corixa Corp.*	131	,410
	Digene Corp.*		,602
5,269	Diversa Corp.*	51,	,794
1,232	Enzo Biochem, Inc.*	26	,513
12,000	Exelixis, Inc.*	83.	,280
2,100	Gen-Probe, Inc.*	85	,827
17,845	Gene Logic, Inc.*	106	,535
5,152	Immucor, Inc.*	112	,262
6,544	Incyte Corp.*	30	,364
10,200	Invitrogen Corp.*	391	,374
15,800	Kos Pharmaceuticals, Inc.*	370	,826
7,816	Maxygen, Inc.*	85	,741
5,128	Nabi Biopharmaceuticals*	35	,178
10,900	Nektar Therapeutics*	100	,607
2,683	NeoPharm, Inc.*	37	,159
6,404	Neurocrine Biosciences, Inc.*	319	,816
4,000	Protein Design Labs, Inc.*	55	,920
2,200	Sepracor, Inc.*	39	,666
9,343	Serologicals Corp.*	127	,345
4,005	SICOR, Inc.*	81.	,462
5,100		154	,734
5,445	Vicuron Pharmaceuticals, Inc.*	77,	,210
		3,583	,030
Chemicals –	1.5%		
6,900	A. Schulman, Inc.	110	,814
5,400	Airgas, Inc.	90.	,450
8,449	Arch Chemicals, Inc.	161	,376
1,500	Brady Corp.	50,	,025
2,298	Carlisle Companies, Inc.	96	,884
727	Cytec Industries, Inc.*	24	,573
1,202	H.B. Fuller Co.	26	,468
4,580	OM Group, Inc.*	67.	,463
18,721	PolyOne Corp.	83	,308
1,500	Rogers Corp.*	49	,950
		761	,311
	lardware – 2.5%		
3,362	Advanced Digital Information Corp.*	33,	,586
4,236	Advanced Fibre		
	Communications, Inc.*	68.	,920
1,800	Avocent Corp.*	53,	,874
1,175		16	,626
16,700		75	,484
8,200	Computer Network Technology		
	Corp.*	66	,420
2,797		42,	,039
17,626	Enterasys Networks, Inc.*		,407
2,278	Foundry Networks, Inc.*	32,	,803

Computer Hardware - (continued)	Shares	Description	Value
1,122   Hutchinson Technology, Inc.*   \$ 36,902   9,791   Hypercom Corp.*   40,633   1,671   Ingram Micro, Inc.*   78,535   24,871   Maxtor Corp.*   186,781   3,156   Mercury Computer Systems, Inc.*   57,313   1,004   Metrologic Instruments, Inc.*   33,383   1,330   NCR Corp.*   34,075   2,800   PC Connection, Inc.*   19,040   2,600   RadiSys Corp.*   34,320   15,769   RSA Security, Inc.*   169,517   1,004   Stratasys, Inc.*   35,311   1,232   Tech Data Corp.*   31,330   1,334,587      Computer Software - 5.6%   119,0112   3,715   Aspen Technology, Inc.*   198,847   4,200   CCC Information Services   Group, Inc.*   66,638   7,600   Digital River, Inc.*   146,680   1,703   Documentum, Inc.*   33,498   5,150   Eclipsys Corp.*   53,766   7,800   FileNET Corp.*   140,712   5,009   Hyperion Solutions Corp.*   153,927   10,104   Systems, Inc.*   169,104   1,918   IDX Systems Corp.*   153,927   1,1793   Legato Systems, Inc.*   169,104   1,1703   Documentum, Inc.*   33,498   1,150   Eclipsys Corp.*   153,927   1,170   10,004   10,004   1,170   10,0	Common S	itocks – (continued)	
9,791 Hypercom Corp.* 40,633 1,671 Ingram Micro, Inc.* 18,381 7,409 Iomega Corp.* 78,535 24,871 Iomega Corp.* 186,781 3,156 Mercury Computer Systems, Inc.* 57,313 1,004 Metrologic Instruments, Inc.* 33,383 1,330 NCR Corp.* 34,075 2,800 PC Connection, Inc.* 19,040 2,600 RadiSys Corp.* 34,220 15,769 RSA Security, Inc.* 169,517 1,004 Stratasys, Inc.* 35,311 1,232 Tech Data Corp.* 32,907 11,100 Western Digital Corp.* 114,330 1,334,587  Computer Software – 5.6% 11,564 Ascential Software Corp.* 190,112 3,715 Aspen Technology, Inc.* 17,832 5,670 Avid Technology, Inc.* 198,847 4,200 CCC Information Services Group, Inc.* 66,638 7,600 Digital River, Inc.* 146,680 1,703 Documentum, Inc.* 33,498 5,150 Eclipsys Corp.* 53,766 7,800 FileNET Corp.* 140,712 5,009 Hyperion Solutions Corp.* 169,104 9,918 IDX Systems Corp.* 153,927 5,997 Intergraph Corp.* 153,927 5,997 Intergraph Corp.* 153,927 1,997 Intergraph Corp.* 153,939 1,2978 Legato Systems, Inc.* 66,78 1,464 Macrovision Corp.* 198,885 4,643 Macrovision Corp.* 198,885 4,644 Macrovision Corp.* 199,488 1,464 Macrovision Corp.* 199,488 1,464 Macrovision Corp.* 199,488 1,464 Macrovision Corp.* 199,489 1,462 Mentor Graphics Corp.* 50,193 3,399 NetIQ Corp.* 52,549 3,471 NetScreen Technologies, Inc.* 78,271 1,900 Pharmacopeia, Inc.* 33,190 12,978 Legato Systems, Inc.* 198,885 1,668 Pinnacle Systems, Inc.* 198,885 1,668 Pinnacle Systems, Inc.* 33,191 2,122 SPSS, Inc.* 50,193 3,399 NetIQ Corp.* 35,254 3,471 NetScreen Technologies, Inc.* 33,191 2,122 SPSS, Inc.* 35,522 6,145 Sybase, Inc.* 35,522 6,145 Sybase, Inc.* 35,522 6,145 Sybase, Inc.* 32,100 10,700 United Online, Inc.* 34,705 3,400 Verint Systems, Inc.* 47,005 2,113 Websense, Inc.* 47,005	Computer H	ardware – (continued)	
1,671   Ingram Micro, Inc.*   78,535	1,122	Hutchinson Technology, Inc.*	\$ 36,902
7,409         Iomega Corp.*         78,535           24,871         Maxtor Corp.*         186,781           3,156         Mercury Computer Systems, Inc.*         57,313           1,004         Metrologic Instruments, Inc.*         33,383           1,330         NCR Corp.*         34,075           2,800         PC Connection, Inc.*         19,040           2,600         RadiSys Corp.*         34,320           15,769         RSA Security, Inc.*         169,517           1,004         Stratasys, Inc.*         35,311           1,232         Tech Data Corp.*         32,907           11,100         Western Digital Corp.*         114,330           1,334,587         Computer Software - 5.6%           11,564         Ascential Software Corp.*         190,112           3,715         Aspen Technology, Inc.*         198,847           4,200         CCC Information Services         Group, Inc.*         60,900           3,273         Citrix Systems, Inc.*         66,638           7,600         Digital River, Inc.*         146,680           1,703         Documentum, Inc.*         33,498           5,150         Eclipsys Corp.*         153,927           5,997 <td< td=""><td>9,791</td><td>*1 1</td><td>40,633</td></td<>	9,791	*1 1	40,633
24,871   Maxtor Corp.*   186,781   3,156   Mercury Computer Systems, Inc.*   57,313   1,004   Metrologic Instruments, Inc.*   33,383   1,330   NCR Corp.*   34,075   2,800   PC Connection, Inc.*   19,040   2,600   RadiSys Corp.*   34,320   15,769   RSA Security, Inc.*   169,517   1,004   Stratasys, Inc.*   35,311   1,232   Tech Data Corp.*   32,907   11,100   Western Digital Corp.*   114,330   1,334,587	1,671		
3,156   Mercury Computer Systems, Inc.*   33,383     1,004   Metrologic Instruments, Inc.*   33,383     1,330   NCR Corp.*   34,075     2,800   PC Connection, Inc.*   19,040     2,600   RadiSys Corp.*   34,320     15,769   RSA Security, Inc.*   169,517     1,004   Stratasys, Inc.*   35,311     1,232   Tech Data Corp.*   32,907     11,100   Western Digital Corp.*   114,330     1,334,587	7,409		78,535
1,004 Metrologic Instruments, Inc.*   33,383   1,330 NCR Corp.*   34,075   2,800 PC Connection, Inc.*   19,040   2,600 RadiSys Corp.*   34,320   15,769 RSA Security, Inc.*   169,517   1,004 Stratasys, Inc.*   35,311   1,232 Tech Data Corp.*   32,907   11,100 Western Digital Corp.*   114,330   1,334,587	24,871		
1,330 NCR Corp.*   34,075	3,156		
2,800 PC Connection, Inc.* 2,600 RadiSys Corp.* 34,320 15,769 RSA Security, Inc.* 1,004 Stratasys, Inc.* 35,311 1,232 Tech Data Corp.* 32,907 11,100 Western Digital Corp.* 114,330 1,334,587  Computer Software - 5.6% 11,564 Ascential Software Corp.* 11,567 Avid Technology, Inc.* 17,832 5,670 Avid Technology, Inc.* 198,847 4,200 CCC Information Services Group, Inc.* 60,900 3,273 Citrix Systems, Inc.* 66,633 7,600 Digital River, Inc.* 146,680 1,703 Documentum, Inc.* 33,498 5,150 Eclipsys Corp.* 5,150 Eclipsys Corp.* 153,927 5,997 Intergraph Corp.* 119,014 9,918 IDX Systems Corp.* 128,935 2,966 JDA Software Group, Inc.* 33,190 12,978 Legato Systems, Inc.* 108,885 4,643 Macrovision Corp.* 7,462 Mentor Graphics Corp.* 7,462 Mentor Graphics Corp.* 7,462 Mentor Graphics Corp.* 7,900 Pharmacopeia, Inc.* 7,900 Pharmacopeia, Inc.* 108,855 11,100 ScanSoft, Inc.* 33,191 3,399 NetIQ Corp.* 3,471 NetScreen Technologies, Inc.* 7,900 Pharmacopeia, Inc.* 11,644 QAD, Inc.* 33,123 3,494 3,471 NetScreen Technologies, Inc.* 33,193 3,194 3,194 3,295 3,379 Ustica Systems, Inc.* 33,917 3,112 Tradestation Group, Inc.* 33,111 Tradestation Group, Inc.* 32,113 Websense, Inc.* 34,000 VitalWorks, Inc.* 34,000 VitalWorks, Inc.* 34,000 2,113 Websense, Inc.* 33,090	1,004	,	33,383
2,600 RadiSys Corp.*   169,517	1,330		34,075
15,769 RSA Security, Inc.*   169,517	2,800		
1,004   Stratasys, Inc.*   35,311   1,232   Tech Data Corp.*   32,907   11,100   Western Digital Corp.*   114,330			
1,232 Tech Data Corp.*   114,330   114,330   1,334,587		•	
11,100   Western Digital Corp.*   114,330   1,334,587		• .	
1,334,587			
Computer Software - 5.6%         11,564         Ascential Software Corp.*         190,112           3,715         Aspen Technology, Inc.*         17,832           5,670         Avid Technology, Inc.*         198,847           4,200         CCC Information Services         60,900           3,273         Citrix Systems, Inc.*         66,638           7,600         Digital River, Inc.*         146,680           1,703         Documentum, Inc.*         33,498           5,150         Eclipsys Corp.*         53,766           7,800         FileNET Corp.*         140,712           5,009         Hyperion Solutions Corp.*         169,104           9,918         IDX Systems Corp.*         153,927           5,997         Intergraph Corp.*         128,935           2,966         JDA Software Group, Inc.*         33,190           12,978         Legato Systems, Inc.*         108,885           4,643         Macrovision Corp.*         92,489           7,462         Mentor Graphics Corp.*         108,050           6,282         Micromuse, Inc.*         50,193           3,399         NetIQ Corp.*         52,549           3,471         NetScreen Technologies, Inc.*         78,271	11,100	Western Digital Corp.*	114,330
11,564       Ascential Software Corp.*       190,112         3,715       Aspen Technology, Inc.*       17,832         5,670       Avid Technology, Inc.*       198,847         4,200       CCC Information Services			1,334,587
3,715 Aspen Technology, Inc.* 17,832 5,670 Avid Technology, Inc.* 198,847 4,200 CCC Information Services Group, Inc.* 60,900 3,273 Citrix Systems, Inc.* 66,638 7,600 Digital River, Inc.* 146,680 1,703 Documentum, Inc.* 33,498 5,150 Eclipsys Corp.* 53,766 7,800 FileNET Corp.* 140,712 5,009 Hyperion Solutions Corp.* 169,104 9,918 IDX Systems Corp.* 128,935 2,966 JDA Software Group, Inc.* 33,190 12,978 Legato Systems, Inc.* 108,885 4,643 Macrovision Corp.* 92,489 7,462 Mentor Graphics Corp.* 108,050 6,282 Micromuse, Inc.* 50,193 3,399 NetIQ Corp.* 52,549 3,471 NetScreen Technologies, Inc.* 78,271 7,900 Pharmacopeia, Inc.* 17,848 11,614 Pumatech, Inc.* 39,488 4,464 QAD, Inc.* 33,423 5,400 Radiant Systems, Inc.* 36,396 11,100 ScanSoft, Inc.* 36,396 11,100 ScanSoft, Inc.* 35,400 Radiant Systems, Inc.* 35,422 6,145 Sybase, Inc.* 35,522 6,145 Sybase, Inc.* 32,100 10,700 United Online, Inc.* 20,745 13,112 Tradestation Group, Inc.* 32,100 10,700 United Online, Inc.* 24,477 3,400 Verint Systems, Inc.* 47,005 2,113 Websense, Inc.* 47,005 2,113 Websense, Inc.* 33,090	Computer S	oftware – 5.6%	_
5,670       Avid Technology, Inc.*       198,847         4,200       CCC Information Services       60,900         3,273       Citrix Systems, Inc.*       66,638         7,600       Digital River, Inc.*       146,680         1,703       Documentum, Inc.*       33,498         5,150       Eclipsys Corp.*       53,766         7,800       FileNET Corp.*       140,712         5,099       Hyperion Solutions Corp.*       169,104         9,918       IDX Systems Corp.*       153,927         5,997       Intergraph Corp.*       128,935         2,966       JDA Software Group, Inc.*       33,190         12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396	11,564	Ascential Software Corp.*	190,112
4,200 CCC Information Services Group, Inc.*  3,273 Citrix Systems, Inc.*  66,638  7,600 Digital River, Inc.*  146,680  1,703 Documentum, Inc.*  5,150 Eclipsys Corp.*  7,800 FileNET Corp.*  140,712  5,009 Hyperion Solutions Corp.*  169,104  9,918 IDX Systems Corp.*  153,927  15,997 Intergraph Corp.*  128,935  2,966 JDA Software Group, Inc.*  133,190  12,978 Legato Systems, Inc.*  108,885  4,643 Macrovision Corp.*  7,462 Mentor Graphics Corp.*  188,050  6,282 Micromuse, Inc.*  33,399 NetIQ Corp.*  3,371 NetScreen Technologies, Inc.*  78,271  7,900 Pharmacopeia, Inc.*  17,848  11,614 Pumatech, Inc.*  17,848  11,614 Pumatech, Inc.*  33,498  11,100 ScanSoft, Inc.*  60,273  6,743 Sonus Networks, Inc.*  33,397  2,122 SPSS, Inc.*  33,379  Ulticom, Inc.*  134,529  3,379 Ulticom, Inc.*  10,700 United Online, Inc.*  24,477  3,400 Verint Systems, Inc.*  47,005  2,113 Websense, Inc.*  33,090			17,832
Group, Inc.* 60,900 3,273 Citrix Systems, Inc.* 66,638 7,600 Digital River, Inc.* 146,680 1,703 Documentum, Inc.* 33,498 5,150 Eclipsys Corp.* 53,766 7,800 FileNET Corp.* 140,712 5,009 Hyperion Solutions Corp.* 169,104 9,918 IDX Systems Corp.* 128,935 2,966 JDA Software Group, Inc.* 33,190 12,978 Legato Systems, Inc.* 108,885 4,643 Macrovision Corp.* 92,489 7,462 Mentor Graphics Corp.* 108,050 6,282 Micromuse, Inc.* 50,193 3,399 NetIQ Corp.* 52,549 3,471 NetScreen Technologies, Inc.* 78,271 7,900 Pharmacopeia, Inc.* 17,848 11,614 Pumatech, Inc.* 39,488 4,464 QAD, Inc.* 39,488 4,464 QAD, Inc.* 33,123 5,400 Radiant Systems, Inc.* 36,396 11,100 ScanSoft, Inc.* 33,917 2,122 SPSS, Inc.* 35,522 6,145 Sybase, Inc.* 134,529 3,379 Ulticom, Inc.* 271,138 4,100 Vastera, Inc.* 24,477 3,400 Verint Systems, Inc.* 24,477 3,400 Verint Systems, Inc.* 47,005 2,113 Websense, Inc.* 47,005	5,670	Avid Technology, Inc.*	198,847
3,273 Citrix Systems, Inc.* 146,688 7,600 Digital River, Inc.* 146,680 1,703 Documentum, Inc.* 33,498 5,150 Eclipsys Corp.* 53,766 7,800 FileNET Corp.* 140,712 5,009 Hyperion Solutions Corp.* 169,104 9,918 IDX Systems Corp.* 153,927 5,997 Intergraph Corp.* 128,935 2,966 JDA Software Group, Inc.* 33,190 12,978 Legato Systems, Inc.* 108,885 4,643 Macrovision Corp.* 92,489 7,462 Mentor Graphics Corp.* 108,050 6,282 Micromuse, Inc.* 50,193 3,399 NetIQ Corp.* 52,549 3,471 NetScreen Technologies, Inc.* 78,271 7,900 Pharmacopeia, Inc.* 17,848 11,614 Pumatech, Inc.* 39,488 4,464 QAD, Inc.* 33,123 5,400 Radiant Systems, Inc.* 36,396 11,100 ScanSoft, Inc.* 33,917 2,122 SPSS, Inc.* 35,522 6,145 Sybase, Inc.* 33,917 2,122 SPSS, Inc.* 35,522 6,145 Sybase, Inc.* 134,529 3,379 Ulticom, Inc.* 134,529 3,379 Ulticom, Inc.* 271,138 4,100 Vastera, Inc.* 24,477 3,400 Verint Systems, Inc.* 86,394 11,900 VitalWorks, Inc.* 47,005 2,113 Websense, Inc.* 47,005	4,200	CCC Information Services	
7,600       Digital River, Inc.*       146,680         1,703       Documentum, Inc.*       33,498         5,150       Eclipsys Corp.*       53,766         7,800       FileNET Corp.*       140,712         5,009       Hyperion Solutions Corp.*       169,104         9,918       IDX Systems Corp.*       153,927         5,997       Intergraph Corp.*       128,935         2,966       JDA Software Group, Inc.*       33,190         12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       32,100		Group, Inc.*	60,900
1,703       Documentum, Inc.*       33,498         5,150       Eclipsys Corp.*       53,766         7,800       FileNET Corp.*       140,712         5,009       Hyperion Solutions Corp.*       169,104         9,918       IDX Systems Corp.*       128,935         5,997       Intergraph Corp.*       128,935         2,966       JDA Software Group, Inc.*       33,190         12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       32,100	3,273	Citrix Systems, Inc.*	66,638
5,150       Eclipsys Corp.*       53,766         7,800       FileNET Corp.*       140,712         5,009       Hyperion Solutions Corp.*       169,104         9,918       IDX Systems Corp.*       153,927         5,997       Intergraph Corp.*       128,935         2,966       JDA Software Group, Inc.*       33,190         12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       20,745         13,112       Tradestation Group, Inc.*       32,100	7,600	Digital River, Inc.*	146,680
7,800       FileNET Corp.*       140,712         5,009       Hyperion Solutions Corp.*       169,104         9,918       IDX Systems Corp.*       153,927         5,997       Intergraph Corp.*       128,935         2,966       JDA Software Group, Inc.*       33,190         12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       32,1	1,703	Documentum, Inc.*	33,498
5,009       Hyperion Solutions Corp.*       169,104         9,918       IDX Systems Corp.*       153,927         5,997       Intergraph Corp.*       128,935         2,966       JDA Software Group, Inc.*       33,190         12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       271,138	5,150	Eclipsys Corp.*	53,766
9,918 IDX Systems Corp.* 153,927 5,997 Intergraph Corp.* 128,935 2,966 JDA Software Group, Inc.* 33,190 12,978 Legato Systems, Inc.* 108,885 4,643 Macrovision Corp.* 92,489 7,462 Mentor Graphics Corp.* 108,050 6,282 Micromuse, Inc.* 50,193 3,399 NetIQ Corp.* 52,549 3,471 NetScreen Technologies, Inc.* 78,271 7,900 Pharmacopeia, Inc.* 17,848 11,614 Pumatech, Inc.* 39,488 4,464 QAD, Inc.* 33,123 5,400 Radiant Systems, Inc.* 36,396 11,100 ScanSoft, Inc.* 33,917 2,122 SPSS, Inc.* 35,522 6,145 Sybase, Inc.* 35,522 6,145 Sybase, Inc.* 134,529 3,379 Ulticom, Inc.* 32,100 10,700 United Online, Inc.* 24,477 3,400 Verint Systems, Inc.* 86,394 11,900 VitalWorks, Inc.* 47,005 2,113 Websense, Inc.* 33,090	7,800	FileNET Corp.*	140,712
5,997       Intergraph Corp.*       128,935         2,966       JDA Software Group, Inc.*       33,190         12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       47,005	5,009	Hyperion Solutions Corp.*	169,104
2,966       JDA Software Group, Inc.*       33,190         12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       47,005         2,113       Websense, Inc.*       33,09	9,918	IDX Systems Corp.*	153,927
12,978       Legato Systems, Inc.*       108,885         4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       47,005         2,113       Websense, Inc.*       33,090	5,997		128,935
4,643       Macrovision Corp.*       92,489         7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       134,529         3,379       Ulticom, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       47,005         2,113       Websense, Inc.*       33,090			33,190
7,462       Mentor Graphics Corp.*       108,050         6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       33,090	12,978		108,885
6,282       Micromuse, Inc.*       50,193         3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       36,396         11,100       ScanSoft, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       47,005         2,113       Websense, Inc.*       33,090	4,643		92,489
3,399       NetIQ Corp.*       52,549         3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       36,396         5,400       Radiant Systems, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       47,005         2,113       Websense, Inc.*       33,090	7,462	Mentor Graphics Corp.*	108,050
3,471       NetScreen Technologies, Inc.*       78,271         7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       36,396         5,400       Radiant Systems, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090	6,282	Micromuse, Inc.*	50,193
7,900       Pharmacopeia, Inc.*       65,175         1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090	3,399	NetIQ Corp.*	52,549
1,668       Pinnacle Systems, Inc.*       17,848         11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090	3,471	NetScreen Technologies, Inc.*	78,271
11,614       Pumatech, Inc.*       39,488         4,464       QAD, Inc.*       33,123         5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090	7,900		65,175
4,464 QAD, Inc.*       33,123         5,400 Radiant Systems, Inc.*       36,396         11,100 ScanSoft, Inc.*       60,273         6,743 Sonus Networks, Inc.*       33,917         2,122 SPSS, Inc.*       35,522         6,145 Sybase, Inc.*       85,477         732 Take-Two Interactive Software, Inc.*       20,745         13,112 Tradestation Group, Inc.*       134,529         3,379 Ulticom, Inc.*       32,100         10,700 United Online, Inc.*       271,138         4,100 Vastera, Inc.*       24,477         3,400 Verint Systems, Inc.*       86,394         11,900 VitalWorks, Inc.*       47,005         2,113 Websense, Inc.*       33,090	1,668	Pinnacle Systems, Inc.*	17,848
5,400       Radiant Systems, Inc.*       36,396         11,100       ScanSoft, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       271,138         4,100       United Online, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090	,	Pumatech, Inc.*	
11,100       ScanSoft, Inc.*       60,273         6,743       Sonus Networks, Inc.*       33,917         2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       271,138         4,100       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090	4,464		
6,743 Sonus Networks, Inc.* 33,917 2,122 SPSS, Inc.* 35,522 6,145 Sybase, Inc.* 85,477 732 Take-Two Interactive Software, Inc.* 20,745 13,112 Tradestation Group, Inc.* 134,529 3,379 Ulticom, Inc.* 32,100 10,700 United Online, Inc.* 271,138 4,100 Vastera, Inc.* 24,477 3,400 Verint Systems, Inc.* 86,394 11,900 VitalWorks, Inc.* 47,005 2,113 Websense, Inc.* 33,090			
2,122       SPSS, Inc.*       35,522         6,145       Sybase, Inc.*       85,477         732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090			
6,145 Sybase, Inc.*  732 Take-Two Interactive Software, Inc.*  13,112 Tradestation Group, Inc.*  134,529  3,379 Ulticom, Inc.*  10,700 United Online, Inc.*  271,138  4,100 Vastera, Inc.*  24,477  3,400 Verint Systems, Inc.*  11,900 VitalWorks, Inc.*  27,105  2,113 Websense, Inc.*  33,090			· · · · · · · ·
732       Take-Two Interactive Software, Inc.*       20,745         13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090			
13,112       Tradestation Group, Inc.*       134,529         3,379       Ulticom, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090		•	
3,379       Ulticom, Inc.*       32,100         10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090			
10,700       United Online, Inc.*       271,138         4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090		* '	
4,100       Vastera, Inc.*       24,477         3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090			
3,400       Verint Systems, Inc.*       86,394         11,900       VitalWorks, Inc.*       47,005         2,113       Websense, Inc.*       33,090			
11,900 VitalWorks, Inc.*       47,005         2,113 Websense, Inc.*       33,090			
2,113 Websense, Inc.* 33,090			
		· · · · · · · · · · · · · · · · · · ·	
2,941,275	2,113	Websense, Inc.*	33,090
			2,941,275

Shares	Description	Value
Common S	Stocks – (continued)	
Construction		
	Griffon Corp.*	\$ 101,600
	M/I Schottenstein Homes, Inc.	167,434
	NVR, Inc.*	82,200
	United Capital Corp.	36,818
12,472	USG Corp.*	236,968
		625,020
Consumer D	Ourables – 0.9%	
	Interface, Inc.	51,504
	Kimball International, Inc. Class B	140,899
	Steelcase, Inc.	100,842
4,342	The Toro Co.	172,595
		465,840
Defense/Ae	rospace – 1.2%	
10,200	Aviall, Inc.*	115,974
3,600	Curtiss-Wright Corp.	227,520
	Kaman Corp.	63,126
2,600	Moog, Inc.*	90,350
1,300	Sequa Corp.*	44,590
5,911	Teledyne Technologies, Inc.*	77,434
		618,994
Drugs – 1.9	%	
-	Alpharma, Inc.	198,482
	American Pharmaceutical	
,	Partners, Inc.*	129,023
1,100	Biosite, Inc.*	52,884
	Bradley Pharmaceuticals, Inc.*	54,450
1,176	CIMA Labs, Inc.*	31,623
5,600	D & K Healthcare Resources, Inc.	90,384
6,800	Endo Pharmaceuticals	
	Holdings, Inc.*	115,056
3,846	IDEXX Laboratories, Inc.*	128,995
1,433	Lannett Co., Inc.*	33,590
578	Pharmaceutical Resources, Inc.*	28,125
2,459	USANA Health Sciences, Inc.*	108,712
		971,324
Electrical Ed	quipment – 2.8%	
8,827	Aeroflex, Inc.*	68,321
5,100	Anaren Microwave, Inc.*	47,787
24,100	Audiovox Corp.*	269,679
8,000	Centillium Communications, Inc.*	79,280
2,800	Coherent, Inc.*	67,004
5,400	Esterline Technologies Corp.*	94,014
776	Fisher Scientific International, Inc.*	27,082
870	Harris Corp.	26,144
2,900	II-VI, Inc.*	66,932
3,710	Innovex, Inc.*	37,471
5,811	Inter-Tel, Inc.	123,309
2,400	Itron, Inc.*	51,650
4,800	Methode Electronics, Inc.	51,600
7,600	MTS Systems Corp.	112,024

Shares	Description	Value
Common S	itocks – (continued)	
	quipment – (continued)	
	Pioneer-Standard Electronics, Inc.	\$ 277,983
2,100	Trimble Navigation Ltd.*	48,153
		1,448,433
	tilities – 1.3%	
	Allegheny Energy, Inc.	131,541
	Avista Corp.	224,985
1,631		21.00
2.750	Corp.	31,886
	Energy East Corp.	57,256
	Northeast Utilities	159,030
	PNM Resources, Inc.	53,500
546	WPS Resources Corp.	21,949
	4.40/	680,147
	ources – 1.6%  Comstock Resources, Inc.*	100,671
	Patina Oil & Gas Corp.	331,885
	Stone Energy Corp.*	93,272
	The Houston Exploration Co.*	152,680
	Vintage Petroleum, Inc.	97,369
	Western Gas Resources, Inc.	68,468
1,727	western dus resources, me.	844,345
Environmon	tal Services – 0.1%	
	Casella Waste Systems, Inc.*	12,633
	Republic Services, Inc.*	50,486
_,,	,	63,119
Financial Se	rvices – 1.2%	
	CompuCredit Corp.*	49,815
	Credit Acceptance Corp.*	32,288
	Fremont General Corp.	192,732
	Insignia Financial Group, Inc.*	207,002
	Metris Cos., Inc.	36,130
2,900	NCO Group, Inc.*	51,939
	UICI*	62,465
		632,371
Food & Bev	erage – 1.5%	
	Corn Products International, Inc.	24,325
0.200	Flowers Foods, Inc.	165,964
2,573	Interstate Bakeries Corp.	32,677
2,200	J & J Snack Foods Corp.*	69,586
7,545	Nash-Finch Co.	125,624
2,271	Performance Food Group Co.*	84,027
10,400	Pilgrim's Pride Corp.	100,568
2,868	Ralcorp Holdings, Inc.*	71,585
795	The J.M. Smucker Co.	31,713
3,779	United Natural Foods, Inc.*	106,341
		812,410
Forest – 2.6		
6,289	Chesapeake Corp.	137,415
2,434	*	55,982
	Longview Fibre Co.	50,020
6,079	Louisiana-Pacific Corp.*	65,896

Shares	Description		Value
Common S	Stocks – (continued)		
Forest – (co		_	
	Rock-Tenn Co.	\$	89,835
2,568	Schweitzer-Mauduit		61.006
2 400	International, Inc.		61,992
	Trex Co., Inc.*		94,200
	United Stationers, Inc.*		678,332
7,500	Universal Forest Products, Inc.		157,050
			1,390,722
Gas Utilities			
	Cascade Natural Gas Corp.		42,020
	ONEOK, Inc.		224,371
502	South Jersey Industries, Inc.		18,499
			284,890
Gold – 0.1%	)		
806	Freeport-McMoRan Copper &		
	Gold, Inc. Class B		19,747
8,034	Hecla Mining Co.*		33,984
			53,731
Grocery – 0.	8%		
12,900	Pathmark Stores, Inc.*		98,685
	Ruddick Corp.		177,463
15,443	The Great Atlantic & Pacific		
	Tea Co., Inc.*		135,898
			412,046
Heavy Elect	rical – 0.4%		
-	Belden, Inc.		67,119
	LSI Industries, Inc.		37,740
	Rofin-Sinar Technologies, Inc.*		35,994
	Woodward Governor Co.		51,600
			192,453
Heavy Mach	ninery – 1.0%		
-	NACCO Industries, Inc.		337,726
	Stewart & Stevenson Services, Inc.		103,950
	Terex Corp.*		48,917
	Trinity Industries, Inc.		32,911
,	,		523,504
Home Produ	ucts - 1.3%		
	Central Garden & Pet Co.*		287,082
/	Chattem, Inc.*		60,160
/	Lancaster Colony Corp.		17,474
	Nu Skin Enterprises, Inc.		195,614
6,573	* '		102,802
	The Dial Corp.		16,844
	1	_	679,976
Hotels – 0.9	%		
	Choice Hotels International, Inc.*		174,784
	FelCor Lodging Trust, Inc.		161,137
	La Quinta Corp.*		137,058
,			.,
			472,979

Shares	Description		Value
Common S	itocks – (continued)		
Industrial Pa	arts – 3.2%		
6,373	A.O. Smith Corp.	\$	179,400
1,003	Analogic Corp.		48,906
14,570	Applied Industrial Technologies, Inc.		307,427
2,287	Briggs & Stratton Corp.		115,494
2,354	Engineered Support Systems, Inc.		98,515
6,000	Hughes Supply, Inc.		208,200
13,422	Lennox International, Inc.		172,741
1,900	SPS Technologies, Inc.*		51,376
2,935	Tecumseh Products Co.		112,440
18,346	Watsco, Inc.		303,810
2,888			67,579
2,000	Total invertibilities corp.	_	
			1,665,888
Industrial Se	ervices – 2.6%		
575	Bright Horizons Family		
	Solutions, Inc.*		19,297
7,737	CDI Corp.*		200,852
11,808	Copart, Inc.*		111,586
1,100			53,427
2,300			58,259
4,767	*		
,	Group, Inc.*		88,428
3,900	EGL, Inc.*		59,280
21,915			158,884
4,120			120,510
7,300	· · · · · · · · · · · · · · · · · · ·		52,341
22,051	• •		151,711
1,780	* '		10,502
	· · · · · · · · · · · · · · · · · · ·		
8,739	,		62,047
2,270			42,789
26,882	Spherion Corp.*		186,830
			1,376,743
Information	Services – 4.0%		
5,600	Allscripts Heathcare Solutions, Inc.*		20,552
	American Management		- ,
-,	Systems, Inc.*		71,400
9 900	Arbitron, Inc.*		353,430
	Century Business Services, Inc.*		34,102
6,626	•		93,625
	Daktronics, Inc.*		244,547
4,000	Digital Insight Corp.*		76,200
6,600	Exult, Inc.*		56,562
	FactSet Research Systems, Inc.		
1,477			65,062
(71			
674	Fidelity National Information		17.570
	Fidelity National Information Solutions, Inc.*		17,578
4,096	Fidelity National Information Solutions, Inc.* Group 1 Software, Inc.*		75,653
4,096 3,124	Fidelity National Information Solutions, Inc.* Group 1 Software, Inc.* Keane, Inc.*		75,653 42,580
4,096 3,124 8,000	Fidelity National Information Solutions, Inc.* Group 1 Software, Inc.* Keane, Inc.* Lightbridge, Inc.*		75,653 42,580 70,080
4,096 3,124	Fidelity National Information Solutions, Inc.* Group 1 Software, Inc.* Keane, Inc.* Lightbridge, Inc.* MemberWorks, Inc.*		75,653 42,580 70,080 51,324
4,096 3,124 8,000	Fidelity National Information Solutions, Inc.* Group 1 Software, Inc.* Keane, Inc.* Lightbridge, Inc.* MemberWorks, Inc.* MICROS Systems, Inc.*		75,653 42,580 70,080
4,096 3,124 8,000 2,600	Fidelity National Information Solutions, Inc.* Group 1 Software, Inc.* Keane, Inc.* Lightbridge, Inc.* MemberWorks, Inc.*		75,653 42,580 70,080 51,324

Common S	Description	Valu
	itocks – (continued)	
Information	Services – (continued)	
2,900	StarTek, Inc.*	\$ 76,27
	Stewart Enterprises, Inc.*	59,77
16,600	TeleTech Holdings, Inc.*	70,21
2,052	Tetra Tech, Inc.*	35,15
	The Advisory Board Co.*	158,63
4,190	Tier Technologies, Inc. Class B*	32,47
		2,086,69
Internet – 2.	.3%	
5,971	AQuantive, Inc.*	62,69
16,200	EarthLink, Inc.*	127,81
5,927	eCollege.com*	68,04
1,509	eSPEED, Inc.*	29,81
	Inet Technologies, Inc.*	85,74
3,697	InfoSpace, Inc.*	50,16
6,091	Internet Security Systems, Inc.*	88,25
1,100	j2 Global Communications, Inc.*	50,57
2,700	NetFlix, Inc.*	68,98
8,100	Packeteer, Inc.*	126,11
2,511	Priceline.com, Inc.*	56,22
13,570	Safeguard Scientifics, Inc.*	36,63
1,439		40,26
3,200	Sohu.com, Inc.*	109,25
9,600	SonicWall, Inc.*	46,08
6,400	Verity, Inc.*	81,02
2,076	WebMD Corp.*	22,48
6,048	webMethods, Inc.*	49,17
		1,199,36
Leisure & En	ntertainment – 1.7%	
1,832	Arctic Cat, Inc.	35,10
3,465	Aztar Corp.*	55,82
5,090	Dover Downs Gaming &	
	Entertainment, Inc.	47,08
15,385	Handleman Co.*	246,16
1,348	JAKKS Pacific, Inc.*	17,91
8,301	Lexar Media, Inc.*	79,19
1,901	SCP Pool Corp.*	65,39
4 777	Shuffle Master, Inc.*	140,39
4,777	Six Flags, Inc.*	64,36
4,777 9,494	5111 1 1485, 1110.	,
	The Nautilus Group, Inc.	
9,494 2,632	•	32,63
9,494 2,632	The Nautilus Group, Inc.	32,63 102,92 886,98
9,494 2,632	The Nautilus Group, Inc. World Wrestling Entertainment, Inc.	32,63 102,92
9,494 2,632 10,002	The Nautilus Group, Inc. World Wrestling Entertainment, Inc.	32,63 102,92 886,98
9,494 2,632 10,002 Life Insurance 4,407	The Nautilus Group, Inc. World Wrestling Entertainment, Inc.  ce – 1.2%  AmerUs Group Co.	32,63 102,92 886,98
9,494 2,632 10,002 Life Insurand 4,407 1,100	The Nautilus Group, Inc. World Wrestling Entertainment, Inc.  ce – 1.2%  AmerUs Group Co.  Delphi Financial Group, Inc.	32,63 102,92 886,98 124,23 51,48
9,494 2,632 10,002 Life Insurance 4,407 1,100 1,300	The Nautilus Group, Inc. World Wrestling Entertainment, Inc.  ce – 1.2%  AmerUs Group Co.	32,63 102,92 886,98 124,23 51,48 143,55
9,494 2,632 10,002 Life Insurance 4,407 1,100 1,300 1,247	The Nautilus Group, Inc. World Wrestling Entertainment, Inc.  Ce – 1.2%  AmerUs Group Co. Delphi Financial Group, Inc. National Western Life Insurance Co.* Protective Life Corp.	32,62 102,92 886,98 124,22 51,48 143,55 33,33
9,494 2,632 10,002 Life Insuranc 4,407 1,100 1,300	The Nautilus Group, Inc. World Wrestling Entertainment, Inc.  ce – 1.2%  AmerUs Group Co. Delphi Financial Group, Inc. National Western Life Insurance Co.*	32,63 102,92

Shares	Description	Valu
Common S	itocks – (continued)	
Media – 2.0		
	ADVO, Inc.*	\$ 199,80
	Cox Radio, Inc.*	108,24
14,139		366,20
7,830	9	103,19
2,100	*	49,45
1,291		38,18
4,600	Sinclair Broadcast Group, Inc.*	53,40
1,769	Spanish Broadcasting System, Inc.*	14,41
3,189	The Liberty Corp.	135,53
		1,068,44
Medical Pro	ducts – 2.1%	
595	Arrow International, Inc.	26,26
3,500	Cantel Medical Corp.*	46,97
	Dade Behring Holdings, Inc.*	125,18
2,636		37,95
	ICU Medical, Inc.*	33,01
5,472		69,65
618	•	20,39
	Owens & Minor, Inc.	340,36
1,200	PolyMedica Corp.	54,94
8,400	PSS World Medical, Inc.*	48,30
3,730	,	55,57
1,700	Varian Medical Systems, Inc.*	58,93
669	Ventana Medical Systems, Inc.*	
	Viasys Healthcare, Inc.*	18,18
1,154	VISX, Inc.*	23,88
4,852		84,18
3,323	Wright Medical Group, Inc.*	1,106,97
		1,100,97
	viders – 1.4%	
3,324	American Medical Security	(2.40
1.700	Group, Inc.*	63,48
1,700	*	63,24
1,082		18,17
10,680		96,12
2,248		31,78
2,700	Kindred Healthcare, Inc.*	48,16
1,458	Oxford Health Plans, Inc.*	61,28
1,499	PacifiCare Health Systems, Inc.*	73,94
5,100	PAREXEL International Corp.*	71,14
3,659	PDI, Inc.*	37,17
26,316	US Oncology, Inc.*	194,47
		759,00
Mining – 1.6		
6,124	Allegheny Technologies, Inc.	40,41
5,449	Brush Engineered Materials, Inc.*	45,49
2,475	Massey Energy Co.	32,54
1,730	Maverick Tube Corp.*	33,13
3,500	Reliance Steel & Aluminum Corp.	72,45
17,500	RTI International Metals, Inc.*	189,52
2,900	Schnitzer Steel Industries, Inc.	127,94
3,100	United States Steel Corp.	50,74
36,400	USEC, Inc.	255,52
,	,	
		847,79

Shares	Description		Value
Common S	tocks – (continued)		
Motor Vehic	le – 0.6%		
2,179	Autoliv, Inc.	\$	59,007
	Dura Automotive Systems, Inc.*		70,671
	Group 1 Automotive, Inc.*		54,935
	Thor Industries, Inc.		64,618
	Visteon Corp.		51,525
1,044	Winnebago Industries, Inc.		39,568
			340,324
Office Indus			
	Brandywine Realty Trust		214,194
	Corporate Office Properties Trust		84,650
	EastGroup Properties, Inc.		102,357
	Glenborough Realty Trust, Inc.		176,180
	Keystone Property Trust		48,126
4,600	PS Business Parks, Inc.		162,380
			787,887
Oil Refining	- 1.4%		
	Sunoco, Inc.		581,196
25,430	Tesoro Petroleum Corp.*	_	174,958
			756,154
Oil Services			
	CARBO Ceramics, Inc.		19,296
	Global Industries Ltd.*		46,754
,	Hydril Co.*		128,075
	Lufkin Industries, Inc.		65,209
	Oceaneering International, Inc.*		105,240
	Parker Drilling Co.*		64,602
8,100	Universal Compression		160.066
21.052	Holdings, Inc.*		168,966
21,853	Veritas DGC, Inc.*	_	251,310
			849,452
Other REIT -			27.040
	American Mortgage Acceptance Co.		37,949
/	Anthracite Capital, Inc.		116,982 36,649
	Apex Mortgage Capital, Inc. Capstead Mortgage Corp.		62,650
4,400			123,200
4,786	Entertainment Properties Trust		137,597
6,489	Friedman, Billings, Ramsey		137,377
0,.05	Group, Inc.		86,953
9,600	Healthcare Realty Trust, Inc.		279,840
46,528	HRPT Properties Trust		428,058
10,234	National Health Investors, Inc.		188,715
4,400	Novastar Financial, Inc.		262,900
2,085	Redwood Trust, Inc.		83,212
564	Thornburg Mortgage, Inc.	_	13,931
			1,858,636
Processors –	0.1%		

Shares	Description	Value
Common S	Stocks – (continued)	
	surance – 2.0%	
	Fidelity National Financial, Inc.	\$ 120,272
	First American Corp.	78,628
	Harleysville Group, Inc.	15,515
	LandAmerica Financial Group, Inc.	513,000
	Ohio Casualty Corp.*	37,049
3,854		107,334
7,000	The Midland Co.	155,470
		1,027,268
Publishing –		
	Consolidated Graphics, Inc.*	134,008
	Deluxe Corp.	303,968
4,501		117,746
	Pulitzer, Inc.	365,708
278	2	16,018
6,564	The Standard Register Co.	108,175
		1,045,623
Restaurants		
	Bob Evans Farms, Inc.	55,260
	CBRL Group, Inc.	69,948
/	CEC Entertainment, Inc.*	175,159
10,515	Dave & Buster's, Inc.*	114,614
934	Landry's Restaurants, Inc.	22,042
4,700	Lone Star Steakhouse & Saloon, Inc.	102,319
6,907	Papa John's International, Inc.*	193,741
3,959	Ryan's Family Steak Houses, Inc.*	55,426
		788,509
Retail – 0.3	<b>%</b>	
1,478	CBL & Associates Properties, Inc.	63,554
1,700	Pan Pacific Retail Properties, Inc.	66,895
		130,449
B + 11 +	rol 5 7%	
Retail Appa	Tel - 3.7 /0	
1,597	Aeropostale, Inc.*	34,304
1,597 1,908	Aeropostale, Inc.* Blockbuster, Inc.	32,150
1,597 1,908 11,798	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc.	32,150
1,597 1,908 11,798	Aeropostale, Inc.* Blockbuster, Inc.	32,150 351,580
1,597 1,908 11,798 26,082 3,953	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc.	32,150 351,580 129,627
1,597 1,908 11,798 26,082	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc.	32,150 351,580 129,627 34,786
1,597 1,908 11,798 26,082 3,953	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc.	32,150 351,580 129,627 34,786 96,368
1,597 1,908 11,798 26,082 3,953 3,800	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc.	32,150 351,580 129,627 34,786 96,368 101,706
1,597 1,908 11,798 26,082 3,953 3,800 7,872	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc.	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co.	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co. Movie Gallery, Inc.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738 336,512
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223 10,639	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co. Movie Gallery, Inc.* OfficeMax, Inc.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738 336,512 152,895
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223 10,639 8,287	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co. Movie Gallery, Inc.* OfficeMax, Inc.* Pacific Sunwear of California, Inc.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738 336,512 152,895 211,742
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223 10,639 8,287 32,327	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co. Movie Gallery, Inc.* OfficeMax, Inc.* Pacific Sunwear of California, Inc.* PETCO Animal Supplies, Inc.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738 336,512 152,895 211,742 55,166
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223 10,639 8,287 32,327 2,290	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co. Movie Gallery, Inc.* OfficeMax, Inc.* Pacific Sunwear of California, Inc.* PETCO Animal Supplies, Inc.* Shoe Carnival, Inc.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738 336,512 152,895 211,742 55,166 43,023
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223 10,639 8,287 32,327 2,290 1,979	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co. Movie Gallery, Inc.* OfficeMax, Inc.* Pacific Sunwear of California, Inc.* PETCO Animal Supplies, Inc.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738 336,512 152,895 211,742 55,166 43,023 44,280
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223 10,639 8,287 32,327 2,290 1,979 3,000	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co. Movie Gallery, Inc.* OfficeMax, Inc.* Pacific Sunwear of California, Inc.* PETCO Animal Supplies, Inc.* Shoe Carnival, Inc.*	32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738 336,512 152,895 211,742 55,166 43,023 44,280 323,115
1,597 1,908 11,798 26,082 3,953 3,800 7,872 4,136 5,080 3,646 2,223 10,639 8,287 32,327 2,290 1,979 3,000 24,855	Aeropostale, Inc.* Blockbuster, Inc. Brown Shoe Co., Inc. Charming Shoppes, Inc.* Circuit City Stores, Inc. Claire's Stores, Inc. GameStop Corp.* Goody's Family Clothing, Inc.* Hollywood Entertainment Corp.* Insight Enterprises, Inc.* K-Swiss, Inc. Kellwood Co. Movie Gallery, Inc.* OfficeMax, Inc.* Pacific Sunwear of California, Inc.* PETCO Animal Supplies, Inc.* Shoe Carnival, Inc.* Shopko Stores, Inc.*	34,304 32,150 351,580 129,627 34,786 96,368 101,706 35,776 87,376 36,679 76,738 336,512 152,895 211,742 55,166 43,023 44,280 323,115 99,530 38,299

	Value	Shares	Description	Value
		Common	Stocks – (continued)	
			parel – (continued)	
c.	\$ 120,272		4 Stein Mart, Inc.*	\$ 14,520
	78,628		2 The Bombay Co., Inc.*	60,825
	15,515		7 The Finish Line, Inc.*	64,120
, Inc.	513,000		The Gymboree Corp.*	55,374
	37,049		The Sports Authority, Inc.*	114,490
Corp.*	107,334		5 Tractor Supply Co.*	61,359
	155,470		7 Tuesday Morning Corp.*	86,790
	1,027,268		5 Ultimate Electronics, Inc.*	32,627
		2,28	8 Zale Corp.*	91,520
	134,008			3,007,476
	303,968	Securities	/Asset Management – 1.9%	
	117,746	1,93	6 BlackRock, Inc.*	87,197
	365,708		5 Gabelli Asset Management, Inc.*	473,813
	16,018		0 Knight Trading Group, Inc.*	103,874
	108,175	9,70	Nuveen Investments	264,228
	1,045,623	3,520	SWS Group, Inc.	70,928
				1,000,040
	55,260	Semicond	uctors – 3.3%	
	69,948	8,10	O Advanced Micro Devices, Inc.*	51,921
	175,159	8,23	6 Arrow Electronics, Inc.*	125,517
	114,614	9,45	O Avnet, Inc.*	119,826
	22,042		Cohu, Inc.	110,760
on, Inc.	102,319		O Cree, Inc.*	115,588
*	193,741		1 Genesis Microchip, Inc.*	30,885
Inc.*	55,426		4 GlobespanVirata, Inc.*	201,580
	788,509		O InterDigital Communications Corp.*	133,209
			6 MEMC Electronic Materials, Inc.*	50,529
T	(2.554		0 Microsemi Corp.*	60,800
Inc.	63,554		4 Pixelworks, Inc.*	41,128
Inc.	66,895		O PTEK Holdings, Inc.*	12,707
	130,449		4 Rainbow Technologies, Inc.*	12,733
			9 Rambus, Inc.*	15,228
	34,304		O REMEC, Inc.*	40,368
	32,150		8 SanDisk Corp.*	125,408
	351,580	6,59		71,611
	129,627	4,76	· · · · · · · · · · · · · · · · · · ·	126,806
	34,786		9 Silicon Storage Technology, Inc.*	67,078
	96,368		8 Skyworks Solutions, Inc.* 1 Vishay Intertechnology, Inc.*	85,221 40,801
	101,706			
*	35,776	4,00	O Zoran Corp.*	92,208
p. <b>*</b>	87,376			1,731,912
	36,679	Telecomm	unications Equipment – 2.2%	
	76,738		O ADTRAN, Inc.*	138,483
	336,512	14,41		238,152
	152,895	13,59		318,437
	211,742	6,35		35,669
Inc.*	55,166		0 EMS Technologies, Inc.*	47,772
*	43,023	14,72	٤	215,957
	44,280	5,42	*	117,603
	323,115	3,02	*	34,228
	99,530	10,20	7 Turnstone Systems, Inc.*	25,602
	38,299			1,171,903
	104,199			1,11,100

Shares	Description		Valu
Common S	tocks – (continued)		
Telephone –			
17,886	IDT Corp.*	\$	320,15
15,407	Metro One		
	Telecommunications, Inc.*		79,50
	TALK America Holdings, Inc.*		33,64
10,682	Time Warner Telecom, Inc.*		68,04
			501,35
Thrifts – 1.0	%		
1,463	BankUnited Financial Corp.*		29,47
	Flagstar Bancorp, Inc.		239,61
2,515	Horizon Financial Corp.		39,68
1,703	IndyMac Bancorp, Inc.		43,29
3,244	Sound Federal Bancorp, Inc.		44,08
4,248	Staten Island Bancorp, Inc.		82,75
1,231	W Holding Co., Inc.		20,82
			499,73
Tobacco – 0	1%		
1,345	R.J. Reynolds Tobacco Holdings, Inc.		50,04
Truck Freigh	nt – 1.0%		
3,747	Airborne, Inc.		78,31
2,179	Covenant Transport, Inc.*		37,04
567	Expeditors International of		
	Washington, Inc.		19,64
3,600	Landstar System, Inc.*		226,26
5,700	Roadway Corp.		162,62
			523,87
Wireless – 0	.8%		
12,800	American Tower Corp.*		113,28
	Boston Communications		
*	Group, Inc.*		107,69
6,081	United States Cellular Corp.*		154,76
	Wireless Facilities, Inc.*		32,26
			407,99
TOTAL C	OMMON STOCKS		•
(Cost \$47,6		\$5	2,330,98
Preferred :	Stock – 0.0%		
30	Dynacq International, Inc.	\$	51
TOTAL PI	REFERRED STOCK		
(Cost \$418	•	\$	51

Amount	Interest Rate	Maturity Date		Valu
Repurchas	e Agreement – 0.4%			
\$ 200,000	rchase Agreement Acc 1.25% turity Value: \$200,00	07/01/2003	\$	200,000
TOTAL RI (Cost \$200	EPURCHASE AGREE ,000)	MENT	\$	200,00
	IVESTMENTS BEFO COLLATERAL 300,772)	RE SECURIT		2,531,49
Shares	Description			Valu
Securities	Lending Collateral – 3	.9%		
2,067,829	Boston Global Investr Enhanced Portfolio	ment Trust –	\$ :	2,067,82
TOTAL SI (Cost \$2,06	ECURITIES LENDIN 57,829)	G COLLATER		2,067,82
TOTAL IN (Cost \$49,8	IVESTMENTS 368,601)		\$5	4,599,32
	ome producing security.	ntered into on Jur	ne 30, 2	2003.
The nerge	entage shown for eac	h investment	categ	gory
The perce		nts in that cat	egory	as a
reflects th	e value of investment e of total net assets.	110 111 11141 041		

## Dear Shareholders:

This report provides an overview of the performance of the Goldman Sachs Variable Insurance Trust – Capital Growth Fund during the six-month reporting period that ended June 30, 2003.

## Market Review

During the period, the U.S. markets remained volatile as investors continued to manage through a weak economic environment and geo-political uncertainty. Investors were relieved to see the conflict with Iraq draw to a swift conclusion and appeared to become more positive towards the economy and its long-term prospects. In April, the U.S. markets rebounded sharply as consumer confidence rose sharply. In addition, the lowering of the terrorist threat level and falling oil prices contributed to the upbeat sentiment. Investors have been taking a more positive view of the economy and its prospects as corporate profits have been solid with many companies releasing better-than-expected earnings results.

## Investment Objective

The Fund seeks long-term growth of capital.

## Portfolio Composition

Top 10 Portfolio Holdings as of June 30, 2003\*

Business	Net Assets
Computer Software	4.7%
Retail Apparel	3.7
Drugs	3.6
Energy Resources	3.4
Industrial Parts	2.9
Media	2.8
Food & Beverage	2.6
Semiconductors	2.4
Banks	2.4
Financial Services	2.3
	Computer Software Retail Apparel Drugs Energy Resources Industrial Parts Media Food & Beverage Semiconductors Banks

<sup>\*</sup> Opinions expressed in this report represent our present opinions only. Reference to individual securities should not be construed as a commitment that such securities will be retained in the Fund. From time to time, the Fund may change the individual securities it holds, the number or types of securities held and the markets in which it invests. Fund holdings of stocks or bonds should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities. References to individual securities do not constitute are recommendation to the investor to buy, hold or sell such securities. In addition, references to past performance of the Fund do not indicate future returns, which are not guaranteed and will vary. Furthermore, the value of shares of the Fund may fall as well as rise.

## Performance Review

Over the six-month period that ended June 30, 2003, the Fund generated a cumulative total return of 9.78%. Over the same time period, the Fund's benchmark, the Standard & Poor's 500 Index (with dividends reinvested), generated a cumulative total return of 11.76%.

## Shareholder Letter (continued)

The Fund's underperformance during the period was, in part, due to the strong rally of higher risk, more speculative companies. Our disciplined investment philosophy is to buy high quality growth companies with strong business franchises, free cash flow, recurring revenue, favorable long-term prospects, excellent management, and strong financials.

During the reporting period, the Fund's holdings in the Media, Consumer, and Producer Goods and Services sectors contributed to performance. The Fund's relative underperformance versus the benchmark was impacted by its holdings in the Finance and Technology sectors, which generated positive absolute returns, but underperformed stocks in sectors held by the benchmark.

In the Technology sector, Microsoft Corp., and QUALCOMM, Inc. lagged the overall Technology sector. These companies are considered the leaders in the Technology area but are viewed as companies that are more conservative. Many of the Fund's financial companies for the year-to-date period have posted positive returns including Citigroup, Inc., Bank of America Corp., and MBNA Corp. However, the poor performance of Freddie Mac detracted from the Fund's return and significantly contributed to underperformance in the Financials sector. The company recently announced the departure of the CEO, COO, and CFO from the management team. More specifically, the COO was removed due to a lack of cooperation with the internal investigation of Freddie Mac's impending earnings restatement. For several months, it had been widely known that the company would upwardly revise its financial results of the past three years. This was due to the changes in the methods used by Freddie Mac to account for income generated from hedging transactions as recommended by their new auditors. In order to gain a better understanding of these issues, one of the senior members of our team met with senior lawmakers, congressional staffers, and lobbyists. These meetings gave us a clearer understanding of the way in which the company is viewed by the government. We believe that lawmakers are aware of the indispensable role that the company plays in sustaining the buoyant housing market and its direct impact on the health of the U.S.

Media companies have fared well in recent months due to the official end of the war in Iraq, a favorable FCC deregulation vote, and positive trends in advertising spending. Almost all of the Fund's Media companies had positive returns, with AOL Time Warner, Inc., Univision Communications, Inc., Clear Channel Communications, Inc., and EchoStar Communications Corp. all significantly contributing to performance. Travel and lodging related companies rebounded in the second quarter 2003 as travel volumes increased with the end of the war. Subsiding fears of SARS and the lowered terrorist threat also contributed to performance. Travel companies in particular had suffered during the recent downturn as geopolitical and health risks drove travel volumes to record lows. In the second quarter, travel volumes recovered to pre-war levels. Sabre Holdings Corp., Cendant Corp., Marriott International, Inc., Starwood Hotels & Resorts Worldwide, Inc., and Harrah's Entertainment, Inc. all benefited from the strength in the industry.

We thank you for your investment and look forward to your continued confidence.

Goldman Sachs Growth Equity Management Team

Shares	Description	Value
Common St	ocks – 94.1%	
Banks – 6.1%		
4,400	Bank of America Corp.	\$ 347,732
12,633	Citigroup, Inc.	540,692
5,000	State Street Corp.	197,000
2,000	The Bank of New York Co., Inc.	57,500
5,000	Wells Fargo & Co.	252,000
		1,394,924
Biotechnolog	y – 0.9%	
3,200	Amgen, Inc.*	212,608
Chemicals – 2	2.0%	
2,000	3M Co.	257,960
4,967	E.I. du Pont de Nemours & Co.	206,826
		464,786
Computer Ha	rdware – 4.8%	·
•	Cisco Systems, Inc.*	473,996
	Dell Computer Corp.*	425,068
	EMC Corp.*	201,024
,		1,100,088
	5. 0.40/	1,100,000
•	ftware – 8.1% International Business Machines	
-,	Corp.	272,250
3 900	Intuit, Inc.*	173,667
	Microsoft Corp.	1,070,498
	Oracle Corp.*	93,756
	Sabre Holdings Corp.	221,850
ŕ	0 1	1,832,021
Defense/Aero	space – 0.7%	
	Lockheed Martin Corp.	47,570
	Raytheon Co.	29,556
	United Technologies Corp.	70,830
1,000	omed reemologies corp.	
		147,956
Drugs – 11.5%		170 100
	Bristol-Myers Squibb Co. Eli Lilly & Co.	179,190 406,923
	The state of the s	,
,	Johnson & Johnson	506,660
3,800		230,090
23,975	Pfizer, Inc.	818,746
5,800	Schering-Plough Corp.	107,880
8,100	Wyeth	368,955
		2,618,444
Energy Resou		
1,300		57,811
935	I I .	60,831
3,954	1	285,479
21,584	Exxon Mobil Corp.	775,081
		1,179,202

Shares	Description		Value
Common St	ocks – (continued)		
Environment	al Services – 0.2%		
1,600	Waste Management, Inc.	\$	38,544
Financial Ser			
	Fannie Mae		532,776
	Freddie Mac		446,776
	MBNA Corp.		282,382
	Merrill Lynch & Co., Inc.		70,020
	Morgan Stanley		76,950
1,500	SLM Corp.	_	58,755
			1,467,659
Food & Beve	rage – 5.3%		
	PepsiCo, Inc.		582,505
7,200	The Coca-Cola Co.		334,152
5,300	Wm. Wrigley Jr. Co.		298,019
			1,214,676
Forest – 1.0%	)		
	International Paper Co.		132,201
	Weyerhaeuser Co.		97,200
		_	229,401
Home Produc	ts – 4 6%		
	Avon Products, Inc.		192,820
	Colgate-Palmolive Co.		289,750
	Energizer Holdings, Inc.*		119,320
4,300	0 0		136,998
	The Procter & Gamble Co.		312,130
			1,051,018
Hotels – 3.4%	<u></u>		
	Cendant Corp.*		384,720
7,000	*		268,940
4,000			,
,	Worldwide, Inc.		114,360
			768,020
Industrial Par	rts – 2.9%		
	General Electric Co.		653,904
	Services – 2.4%		
11,000	First Data Corp.		455,840
800	3 1		42,168
1,700	Paychex, Inc.	_	49,827
			547,835
Leisure & Ent	tertainment – 0.5%		
1,200	Harrah's Entertainment, Inc.*		48,288
4,400	Metro-Goldwyn-Mayer, Inc.*	_	54,648
			102,936
			102,730

June 30, 2003 (Unaudited)

Shares	Description	Value
Common St	ocks – (continued)	
Media – 10.4	%	
23,850 6,374	,	\$ 383,747
,	Group*	132,324
7,552	Clear Channel Communications, Inc.*	320,129
1,800	Cox Communications, Inc.*	57,420
7,000	· · · · · · · · · · · · · · · · · · ·	242,340
1,800		63,378
19,700	Liberty Media Corp. Series A*	227,732
7,900	Univision Communications, Inc.*	240,160
2,200	Valassis Communications, Inc.*	56,584
14,572	Viacom, Inc. Class B*	636,214
		2,360,028
Oil Services -		66 500
	Schlumberger Ltd.	66,598
Processors – (	0.2% Automatic Data Processing, Inc.	47,404
		47,404
Property Insu		210.000
	AMBAC Financial Group, Inc.	318,000
6,200	American International Group, Inc.	342,116
		660,116
Publishing – 1		
	Gannett Co., Inc.	115,215
500		31,000
3,200	The New York Times Co.	145,600
		291,815
Retail Appare	el – 5.3%	
2,300	Dollar Tree Stores, Inc.*	72,979
	Family Dollar Stores, Inc.	118,265
2,200	Lowe's Companies, Inc.	94,490
	Wal-Mart Stores, Inc.	837,252
2,600	Walgreen Co.	78,260
		1,201,246
	set Management – 0.7%	
15,050	The Charles Schwab Corp.	151,854
Semiconducto		
	Intel Corp.	548,698
	Texas Instruments, Inc.	212,960
3,300	Xilinx, Inc.*	83,523
		845,181

Shares	Description			Value
Common St	ocks – (continue	d)		
	cations Equipment QUALCOMM,		\$	231,660
	I.8% SBC Communio Verizon Commu	*	_	206,955 190,465 397,420
Wireless – 0.4 12,500		nternational Corp.*		97,125
TOTAL CO (Cost \$24,08	MMON STOCI 39,924)	KS	\$2	1,374,469
Exchange T	raded Fund – 4.5	5%		
10,500	SPDR Trust Ser	ries 1		1,025,115
TOTAL EX (Cost \$959,0 Principal Amount	CHANGE TRAI  DESTINATION  Interest  Rate	Maturity Date	\$	1,025,115 Value
Repurchase	Agreement – 2.	2%		
Joint Repure \$500,000	chase Agreement 1.25% urity Value \$50	Account II^ 07/01/2003	\$	500,000
TOTAL RE (Cost \$500,0	PURCHASE AG	GREEMENT	\$	500,000
TOTAL IN (Cost \$25,54	VESTMENTS 18,979)		\$2	2,899,584
	me producing secur archase agreement	rity. was entered into on Ju	ne 30,	2003.
reflects the		r each investment tments in that cat	_	

percentage of total net assets.

## Dear Shareholders:

This report provides an overview of the performance of the Goldman Sachs Variable Insurance Trust – Mid Cap Value Fund during the six-month reporting period that ended June 30, 2003.

## Market Review

The positive returns experienced in the first half of 2003 were chiefly attributable to strong performance in the second quarter of the year when the U.S. equity markets posted strong gains. While the market's rally was broad-based, higher risk, more speculative stocks within the Technology, Biotechnology, and Travel-related sectors led the way. On the economic front, the Federal Reserve Board lowered interest rates yet again as unemployment reached a nine-year high in June 2003 and leading macro-economic indicators showed varied results. Despite the mixed economic data points, investors showed greater optimism in the strength and speed of an expected economic recovery while many investors also took into consideration the anticipated impact of recent federal tax-cut legislation. Investors were also more willing to tolerate risk and pursue stocks that had underperformed in recent years.

## Investment Objective

The Fund seeks long-term capital appreciation.

## Portfolio Composition

Top 10 Portfolio Holdings as of June 30, 2003\*

Company	Business	% of Total Net Assets
Praxair, Inc.	Chemicals	2.6%
iStar Financial, Inc.	Other REIT	2.5
Countrywide Financial Corp.	Financial Services	2.4
Energy East Corp.	Electrical Utilities	2.3
RenaissanceRe Holdings Ltd.	Property Insurance	2.1
FirstEnergy Corp.	Electrical Utilities	2.0
M&T Bank Corp.	Banks	2.0
PartnerRe Ltd.	Property Insurance	1.9
Pioneer Natural Resources Co.	Energy Resources	1.9
UST, Inc.	Tobacco	1.9

<sup>\*</sup> Opinions expressed in this report represent our present opinions only. Reference to individual securities should not be construed as a commitment that such securities will be retained in the Fund. From time to time, the Fund may change the individual securities it holds, the number or types of securities held and the markets in which it invests. Fund holdings of stocks or bonds should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities. References to individual securities do not constitute a recommendation to the investor to buy, hold or sell such securities. In addition, references to past performance of the Fund do not indicate future returns, which are not guaranteed and will vary. Furthermore, the value of shares of the Fund may fall as well as rise.

## Shareholder Letter (continued)

#### Performance Review

Over the six-month period that ended June 30, 2003, the Fund generated a cumulative total return of 8.48%. Over the same time period, the Fund's benchmark, the Russell Midcap Value Index (with dividends reinvested) generated a cumulative total return of 13.11%. The Fund's emphasis on higher quality value stocks caused it to underperform its benchmark during the reporting period, as riskier, more speculative stocks generated the strongest returns

Our emphasis on quality value stocks at attractive valuations has served us well in most market environments. While the second quarter 2003 was dominated by the strong rebound in highly speculative, lower quality stocks, we remained committed to finding and investing in those companies with good business models, high or improving return on invested capital, and quality managements. Despite the recent exuberance in the market, we believe valuations are still unwarranted in some sectors and balance sheet improvement is not as substantial as perceived by some investors. Furthermore, as we meet with managements, we are not seeing the same level of optimism about a recovery in their respective businesses. Demand remains weak and overcapacity and poor pricing plagues many sectors. As such, we positioned the Fund accordingly during the reporting period.

The Fund's underperformance during the period was broad-based across sectors, most notably in the Consumer Cyclicals and Utilities sectors. While the Fund's retail stocks performed well versus the benchmark, the Fund's minimal exposure to Construction and Motor Vehicle companies hurt relative performance. Jones Apparel Group, Inc. and The TJX Companies, Inc. were large detractors in the consumer area.

In Utilities, the Fund's investment in Energy East Corp., coupled with the lack of exposure to the leveraged power producer stocks that enjoyed strong price recoveries, hurt performance. Energy East's stock price declined due to a negative rate case ruling that will lower its return on equity.

On the other hand, positive contributors to the Fund's absolute performance included Federated Department Stores, Inc., which has exceeded expectations in sales results, and Countrywide Financial Corp., which continues to expand and benefit from its mortgage banking business. Integrated Circuit Systems, Inc. and Electronic Arts, Inc. also enhanced results. Both companies enjoy annuity-like revenue streams and benefit from strong market share presence.

As in the past, we thank you for your continued confidence.

Goldman Sachs Value Portfolio Management Team

Shares	Description		Valu
Common	Stocks – 98.1%		
Airlines –			
53,837	JetBlue Airways Corp.*	\$	2,276,76
Apartmen			
102,700	AvalonBay Communities, Inc.		4,379,128
Banks – 1	0.3%		
	Banknorth Group, Inc.		6,567,75
	Charter One Financial, Inc.		6,523,76
	City National Corp.		6,421,09
242,377			6,124,86
100,132	M&T Bank Corp.		8,433,11
158,100			5,384,88
180,687	SouthTrust Corp.	_	4,914,68
			44,370,16
Brokers –	0.9%		
54,661	The Bear Stearns Companies, Inc.		3,958,550
Chemicals	s – 3.5%		
	Potash Corp. of Saskatchewan, Inc.		3,928,64
	Praxair, Inc.		11,148,55
,,,,,,,,,	,	_	15,077,19
			,-,-,
	Hardware – 2.5% CDW Corp.*		6,022,70
	Tech Data Corp.*		1,380,90
	Zebra Technologies Corp.*		3,243,09
73,132	Zeora recimologies corp.	_	10,646,70
			10,040,70
•	Software – 3.4%		1 272 61
	Activision, Inc.*		4,272,64
	Anteon International Corp.*		1,271,16
-	Electronic Arts, Inc.*		2,737,63
	NetIQ Corp.*		3,210,19
68,743	Symantec Corp.*	_	3,015,06
			14,506,69
Defense/A	Aerospace – 1.6%		
60,400	Alliant Techsystems, Inc.*		3,135,36
154,962	Rockwell Collins, Inc.		3,816,71
			6,952,07
Diversifie	d Energy – 0.7%		
71,700	Equitable Resources, Inc.		2,921,05
Drugs – 1.			
49,500	AmerisourceBergen Corp.		3,432,82
187,800	Covance, Inc.*		3,399,18
107,000		_	
			6,832,003
	Equipment – 1.0%		
136,700	Dover Corp.		4,095,532

Shares	Description	Valu
Common	Stocks – (continued)	
Electrical	Utilities – 10.8%	
11,695	Ameren Corp.	\$ 515,749
57,200	Cinergy Corp.	2,104,388
40,040	Consolidated Edison, Inc.	1,732,93
475,056	Energy East Corp.	9,862,163
107,021	Entergy Corp.	5,648,56
221,339	FirstEnergy Corp.	8,510,484
94,188	FPL Group, Inc.	6,296,46
79,955	Pinnacle West Capital Corp.	2,994,31
133,063	PPL Corp.	5,721,70
35,525	Puget Energy, Inc.	847,982
63,485	SCANA Corp.	2,176,26
		46,411,023
	sources – 5.7%	
67,765	Apache Corp.	4,408,79
87,100	Burlington Resources, Inc.	4,709,49
57,400	Evergreen Resources, Inc.*	3,117,39
74,100	Murphy Oil Corp.	3,897,66
315,881	Pioneer Natural Resources Co.*	8,244,49
		24,377,830
Environme	ental Services – 1.3%	
240,776	Republic Services, Inc.*	5,458,392
Financial S	Services – 2.4%	
150,956	Countrywide Financial Corp.	10,502,009
	everage – 0.3%	
55,100	The Pepsi Bottling Group, Inc.	1,103,102
Forest – 1.		5 504 97
303,574	Packaging Corp. of America*	5,594,869
Health Ins	urance – 0.5% Aetna, Inc.	2,197,300
		2,197,300
неаvy ые 295,185	ctrical – 1.6%  Rockwell Automation, Inc.	7,037,210
Home Pro	ducts – 1.5%	
	The Clorox Co.	2,908,73
99,040		3,320,81
,,,,,,,	The Estee Educati Companies, nic.	6,229,54
Hotels – 0	.7%	
244,743	Hilton Hotels Corp.	3,130,263
Industrial	Parts – 2.7%	
58,564	American Standard Companies, Inc.*	4,329,63
75,305	*	5,919,72
32,430		1,516,42
,	2 /	11,765,789
	on Services – 1.1%	
Informatio	711 3C1VICE3 = 1.170	
	Affiliated Computer Services, Inc.*	4,842,80
105,900	Affiliated Computer Services, Inc.*	4,842,80
105,900	Affiliated Computer Services, Inc.*  Entertainment – 0.9%	4,842,80° 3,869,92

Shares	Description	Valu
Common	Stocks – (continued)	
Life Insura	ance – 1.4%	
104,805	Torchmark Corp.	\$ 3,903,98
	UnumProvident Corp.	2,302,49
1,1,,,,,	Cham reviaent Corp.	
		6,206,48
Media – 1		
197,555	Lamar Advertising Co.*	6,955,91
	roducts – 1.3%	
141,200	Becton, Dickinson and Co.	5,485,62
Mining –		
86,029	Nucor Corp.	4,202,51
Motor Vel	nicle – 1.8%	
35,239	Johnson Controls, Inc.	3,016,45
100,878	Lear Corp.*	4,642,40
		7,658,86
Office Ind	ustrial – 1.3%	
165,374	Liberty Property Trust	5,721,94
	ustrials – 0.8%	-,,-
	Prentiss Properties Trust	3,253,91
		3,233,71
Oil Refinir	ng – 0.8% Sunoco, Inc.	2 620 59
90,200	Sunoco, mc.	3,630,58
Oil Service		2 255 50
	BJ Services Co.*	3,257,79
133,200	National-Oilwell, Inc.*	2,930,40
		6,188,19
Other REI	T – 3.6%	
288,962	iStar Financial, Inc.	10,547,11
	Plum Creek Timber Co., Inc.	2,694,98
	Public Storage, Inc.	2,114,33
	<b>.</b>	15,356,43
Packaging	. 100/	,,
	Sealed Air Corp.*	3,112,19
	Sonoco Products Co.	4,754,49
,		7,866,69
		7,800,03
	Insurance – 6.9%	2 222 05
	AMBAC Financial Group, Inc.	2,222,95
161,830	PartnerRe Ltd.	8,271,13
194,842	RenaissanceRe Holdings Ltd.	8,869,20
69,900	The St. Paul Companies, Inc.	2,552,04
256,830	Willis Group Holdings Ltd.	7,897,52
		29,812,86
Publishing	y – 1.0%	
	A.H. Belo Corp.	4,421,06
Railroads	- 0.3%	
27,444	Canadian National Railway Co.	1,324,44
Restauran		
	Yum! Brands, Inc.*	4,119,30
,		1,117,50

Shares	Descripti			
Commor	Stocks	– (continued	)	
Retail Ap				
130,725		lor Stores C	•	\$ 3,784,489
184,040			nt Stores, Inc.	6,781,874
195,834		apparel Grou		5,730,103
92,900		ls Stores, Inc	.*	3,535,774
108,100 333,541		tores, Inc. X Companies	s, Inc.	4,620,194 6,283,912
				30,736,346
Semicond	uctors – 1	.2%		
163,200	Integrat	ted Circuit S	ystems, Inc.*	5,129,376
Telephone				4 602 044
134,400	Century	Tel, Inc.		4,683,840
Thrifts – 1		oint Einemaio	1 Com	2 506 00
		oint Financia	•	2,596,004
110,300	New Yo	ork Commun	ity Bancorp, Inc.	3,208,627
				5,804,631
Tobacco -				9.167.066
233,145	-			8,167,069
	ight – 1.5°	%		
	-	C4 T	- *	1 (15 24)
73,910	Landsta	ar System, In	c.*	4,645,244
73,910	Landsta	ar System, In System, Inc.	c.*	1,739,060
73,910 67,879	Landsta Ryder S	System, Inc.		
73,910 67,879	Landsta Ryder S	System, Inc.  ON STOCK		1,739,060
73,910 67,879 TOTAL	Landsta Ryder S COMM 86,483,03	System, Inc.  ON STOCK		1,739,060
73,910 67,879 TOTAL (Cost \$38 Principa Amoun	Landsta Ryder S COMM 86,483,03	ON STOCK  Interest	S Maturity Date	1,739,066 6,384,304 \$421,646,332
73,910 67,879 TOTAL (Cost \$36 Princip. Amoun	Landsta Ryder S COMM 86,483,03	ON STOCK 39) Interest	S Maturity Date	1,739,066 6,384,304 \$421,646,332
73,910 67,879 TOTAL (Cost \$34 Princip: Amoun Repurch Joint Rej \$11,400,	Landsta Ryder S COMM 86,483,03 al tt	ON STOCK B9)  Interest Rate  Rement – 2.7  Agreement 1.25%	S Maturity Date	1,739,066 6,384,304 \$421,646,332
73,910 67,879 TOTAL (Cost \$3: Princip, Amoun Repurch Joint Rej \$11,400,	Landsta Ryder S COMM B6,483,03 al at ase Agree 000 Maturity Y	ON STOCK 89)  Interest Rate  Perment – 2.7  Agreement 1.25%  Value: \$11,	Maturity Date  %  Account II^ 07/01/2003 400,396	1,739,060 6,384,304 \$421,646,332 Value
73,910 67,879  TOTAL (Cost \$3:  Princip: Amoun  Repurch: Joint Re; \$11,400, N  TOTAL (Cost \$1: TOTAL	Landsta Ryder S COMM 86,483,03 al ht ase Agre purchase 000 Maturity V REPURO 1,400,000	Interest Rate  Seement – 2.7  Agreement 1.25%  Value: \$11,  CHASE AGD)  CMENTS	Maturity Date  %  Account II^ 07/01/2003 400,396	1,739,066 6,384,304 \$421,646,332 Value \$ 11,400,000
73,910 67,879  TOTAL (Cost \$3:  Princip: Amoun  Repurch Joint Re  \$11,400, N  TOTAL (Cost \$1: TOTAL (Cost \$3: * Non-i	Landsta Ryder S COMM B6,483,03 al tt ase Agree 000 Maturity Y REPURO 1,400,000 INVEST 97,883,03 ncome pro	Interest Rate Perment – 2.7  Agreement – 1.25% Value: \$11, CHASE AGI D)  MENTS 89)	Maturity Date  %  Account II^ 07/01/2003 400,396  REEMENT	1,739,060 6,384,304 \$421,646,332  Value \$ 11,400,000 \$ 11,400,000 \$433,046,332
73,910 67,879  TOTAL (Cost \$3:  Princip: Amoun  Repurch: Joint Re; \$11,400, N  TOTAL (Cost \$1: TOTAL (Cost \$3:  * Non-i	Landsta Ryder S COMM 86,483,03 al ht ase Agre purchase 000 Maturity Y REPURG 1,400,000 INVEST 97,883,03 ncome prorepurchase	Interest Rate  Seement – 2.7  Agreement 1.25%  Value: \$11,  CHASE AGI  D)  MENTS  Bay  Deducing security e agreement with the security of the	Maturity Date  % Account II^ 07/01/2003 400,396  REEMENT	1,739,060 6,384,304 \$421,646,332 Value \$ 11,400,000 \$ 11,400,000 \$433,046,332 une 30, 2003.
73,910 67,879  TOTAL (Cost \$3:  Princip: Amoun  Repurch  Joint Re  \$11,400,	Landsta Ryder S COMM 86,483,03 al tt ase Agree 000 Maturity Y REPURO 1,400,000 INVEST 97,883,03 ncome pro- repurchase	Interest Rate Perment – 2.7  Agreement – 1.25% Value: \$11, CHASE AGI D)  MENTS Ray  Deducing securit e agreement we shown for	Maturity Date  MAccount II  07/01/2003 400,396  REEMENT	1,739,060 6,384,304 \$421,646,332  Value \$ 11,400,000 \$ 11,400,000 \$433,046,332  ine 30, 2003. t category
73,910 67,879  TOTAL (Cost \$3:  Princip: Amount Repurch Joint Rej \$11,400, A TOTAL (Cost \$1:  TOTAL (Cost \$3:  * Non-i  A Joint The per reflects	Landsta Ryder S COMM 86,483,03 al tt ase Agree 000 Maturity S REPUR 1,400,000 INVEST 97,883,03 ncome prorepurchase centage the value	Interest Rate Perment – 2.7  Agreement – 1.25% Value: \$11, CHASE AGI D)  MENTS Ray  Deducing securit e agreement we shown for	Maturity Date  % Account II^ 07/01/2003 400,396  REEMENT  y. as entered into on Jue each investmen ments in that ca	1,739,060 6,384,304 \$421,646,332  Value \$ 11,400,000 \$ 11,400,000 \$433,046,332  ine 30, 2003. t category
73,910 67,879  TOTAL (Cost \$3:  Princip: Amoun  Repurch  Joint Rej \$11,400,  TOTAL (Cost \$1:  TOTAL (Cost \$3:  * Non-i	Landsta Ryder S COMM 86,483,03 al at t ase Agre purchase 000 Maturity S REPURG 1,400,000 INVEST 97,883,03 centage the valuage of to	Interest Rate  Rement – 2.7  Agreement 1.25%  Value: \$11,  CHASE AGI  O)  MENTS  By  Oducing securite agreement we agreement we shown for the of investing total net asset	Maturity Date  Maccount II^ 07/01/2003 400,396  REEMENT  Ty. as entered into on Jueach investmen ments in that capets.	1,739,060 6,384,304 \$421,646,332  Value \$ 11,400,000 \$ 11,400,000 \$433,046,332  ine 30, 2003. t category

## Dear Shareholders:

This report provides an overview of the performance of the Goldman Sachs Variable Insurance Trust – International Equity Fund during the six-month reporting period that ended June 30, 2003.

## Market Overview

In the first quarter of 2003, global equity markets resumed the downward decline that characterized much of 2002. Increasingly intense geopolitical risks and related uncertainty further darkened a backdrop already defined by gloomy economic data releases, slowing consumption, and declining confidence. Unsurprisingly, investors paid less attention to company-specific fundamental developments, and even to the economy, than to daily developments in war and world politics. The global stock markets then rallied in the second quarter 2003, as the war in the Middle East ended, oil prices fell, and business confidence rose. A post-war relief rally saw global equity stocks rise and investors' risk appetites increase during the quarter. Sector performance was a reversal of the first quarter as investors embraced higher-volatility stocks and shifted out of defensive areas.

## Investment Objective

The Fund seeks long-term capital appreciation.

## Portfolio Composition

Top 10 Portfolio Holdings as of June 30, 2003\*

Company	Country	Business	% of Total Net Assets
Vodafone Group PLC	United Kingdom	Telecommunication Services	3.9%
GlaxoSmithKline PLC	United Kingdom	Pharmaceuticals &	3.8
		Biotechnology	
Novartis AG	Switzerland	Pharmaceuticals &	3.8
		Biotechnology	
Total Fina Elf SA Class B	France	Energy	3.6
UniCredito Italiano SpA	Italy	Banks	2.8
BNP Paribas SA	France	Banks	2.7
Nokia Oyj	Finland	Technology Hardware &	2.5
		Equipment	
Tesco PLC	United Kingdom	Food & Staples Retailing	2.3
Nestle SA	Switzerland	Food, Beverage & Tobacco	2.2
RICOH CO., LTD	Japan	Technology Hardware &	2.2
	_	Equipment	

<sup>\*</sup> Opinions expressed in this report represent our present opinions only. Reference to individual securities should not be construed as a commitment that such securities will be retained in the Fund. From time to time, the Fund may change the individual securities it holds, the number or types of securities held and the markets in which it invests. Fund holdings of stocks or bonds should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities. References to individual securities do not constitute a recommendation to the investor to buy, hold or sell such securities. In addition, references to past performance of the Fund do not indicate future returns, which are not guaranteed and will vary. Furthermore, the value of shares of the Fund may fall as well as rise.

## Shareholder Letter (continued)

#### Performance Review

Over the six-month period that ended June 30, 2003, the Fund generated a cumulative total return of 10.62%. Over the same time period, the Fund's benchmark, the Morgan Stanley Capital International Europe, Australasia, Far East ("MSCI EAFE") Index (unhedged with dividends reinvested), generated a cumulative total return of 9.85%.

The Fund's overall positive performance versus its benchmark was due largely to an overweight position in the Financials and Consumer Discretionary sectors, as well as an underweight position in the Energy sector. Specific stock contributors to performance included SAP AG and VNU NV. However, our stock selection in the Industrials, Information Technology, and Health Care sectors detracted from relative performance over the period. On a regional level, throughout much of April and May, a significant change in Japanese pension fund legislation further depressed Japanese equity markets. As a result, the Fund's exposure to Japanese stocks detracted from performance.

During the period, we initiated a position in Banca Intesa, Italy's largest retail bank by assets. To purchase Banca Intesa, we reduced our position in Royal Bank of Scotland Group. The stock had performed strongly and we took the opportunity to realize gains.

We also initiated a position in Cathay Pacific Airways Ltd., a leading international airline based in Hong Kong. In the second quarter 2003, the company's shares were negatively impacted by a dramatic decline of air travel due to the SARS epidemic.

During the period, we took the opportunity to decrease the Fund's overweight position in Bank of Ireland. We believe that, although Ireland's economy continues to grow at a rate higher than larger European economies, the country's growth rate is now slowing.

We thank you for your investment and look forward to serving your investment needs in the future.

Goldman Sachs International Equity Portfolio Management Team

Shares	Description		Value
Common St	ocks – 95.7%		
Australia – 0.		ф	120.050
76,333	1 ( /	\$	120,959
Finland – 2.5			
22,958	Nokia Oyj (Technology Hardware & Equipment)		378,683
France – 12.3	%		
4,453	Aventis SA (Pharmaceuticals &		
9.004	Biotechnology)		245,398
	BNP Paribas SA (Banks) France Telecom SA*		407,392
0,113	(Telecommunication Services)		199,331
3,995	L'Oreal SA (Household & Personal		177,331
-,	Products)		282,148
2,443	Lafarge SA (Materials)		143,313
	LVMH Moet Hennessy Louis		
	Vuitton SA (Consumer Durables &		
	Apparel)		39,545
3,517	Total Fina Elf SA Class B (Energy)	_	532,379
			1,849,506
Germany – 3.	8%		
5,929	Bayerische Motoren Werke (BMW)		
	AG (Automobiles & Components)		228,464
2,414	Deutsche Bank AG (Diversified		
	Financials)		156,828
1,526	SAP AG (Software & Services)	_	180,268
			565,560
Hong Kong –			
88,000	Cathay Pacific Airways Ltd.		
<b>7.2</b> 00	(Transportation)		118,490
7,200	Hang Seng Bank Ltd. (Banks)		75,941
			194,431
Ireland – 2.5°	%		
	Allied Irish Banks PLC (Banks)		250,904
10,000	Bank of Ireland (Banks)	_	121,252
			372,156
Italy - 6.0%			
89,500	Banca Intesa SpA (Banks)		286,709
7,127	ENI SpA (Energy)		107,965
8,584	Telecom Italia SpA		
	(Telecommunication Services)		77,805
87,670	UniCredito Italiano SpA (Banks)	_	418,496
			890,975
Japan – 17.3			
5,000	C&S Co., Ltd. (Food & Staples		
	Retailing)		77,135
10.000	Dentsu, Inc. (Media)		96,733
10,000	Fuji Photo Film Co. Ltd. (Consumer		200 516
	Durables & Apparel)		289,516

Shares	Description	Value
Common St	ocks – (continued)	
Japan – (cont	inued)	
6,500	Honda Motor Co. Ltd.	
	(Automobiles & Components)	\$ 246,756
13,000	1 \	
2= 000	Products)	242,418
37,000	Mitsui O.S.K. Lines Ltd.	112 670
18,000	(Transportation) Nomura Holdings, Inc. (Diversified	112,678
10,000	Financials)	228,877
2,700	ORIX Corp. (Diversified Financials)	149,581
20,000		- ,
	Hardware & Equipment)	327,396
1,000	ROHM CO., LTD. (Semiconductors	
	& Semiconductor Equipment)	109,215
300	1 1	
0.500	Automation & Equipment)	8,936
8,500		200.760
2,600	(Materials) SKYLARK CO., LTD. (Hotels	290,768
2,000	Restaurants & Leisure)	30,912
1.000	Sumitomo Corp. (Capital Goods)	4,622
2		.,022
	Inc. (Banks)	4,372
8,700	Takeda Chemical Industries Ltd.	
	(Pharmaceuticals & Biotechnology)	321,564
5,200	Toppan Forms Co. Ltd.	
	(Commercial Services & Supplies)	51,846
		2,593,325
Mexico – 1.0°	%	
178,099	Grupo Financiero BBVA Bancomer	
	SA de CV Class B* (Banks)	150,497
Netherlands -	- 6.6%	
17,127	European Aeronautic Defence &	
	Space Co. (Capital Goods)	210,400
2,537	Gucci Group (Consumer Durables	
	& Apparel)	248,337
15,740	ING Groep NV (Diversified	272.020
853	Financials)	273,928
833	Royal Dutch Petroleum Co. (Energy)	39,659
7,016	VNU NV (Media)	216,522
7,010	VIVE IV (Media)	988,846
		700,040
Russia – 0.6%		90.040
1,600	YUKOS ADR (Energy)	89,040
Singapore – 1		41 5 42
15,000	Keppel Corp. Ltd. (Capital Goods)	41,743
30,000	United Overseas Bank Ltd. (Banks)	211,274
		253,017

Shares	Description	Value
Common St	ocks – (continued)	
South Korea -		
5,400	3	\$ 98,524
800	(Automobiles & Components) Samsung Electronics Co. Ltd. GDR	72,090
	(Semiconductors & Semiconductor Equipment)	119,000
		289,614
Spain – 2.7%		
2,974 4,457	1 1	150,517
,	(Retailing)	112,274
12,523	Telefonica de Espana SA* (Telecommunication Services)	145,631
		408,422
Sweden – 1.7	%	
3,997	Eniro AB (Media)	34,245
21,552	Securitas AB Series B (Commercial Services & Supplies)	221,040
		255,285
Switzerland –	9.1%	
2,389	Adecco SA (Commercial Services	
2.504	& Supplies)	98,628
3,581 1,625	<u> </u>	165,591
1,023	Tobacco)	336,037
14,201		,
	Biotechnology)	563,165
799	, ,	40,139
1,398	Zurich Financial Services AG* (Insurance)	167,044
	(mstrance)	1,370,604
United Mined	33.00/	1,570,001
United Kingde	BAA PLC (Transportation)	265,033
	Barclays PLC (Banks)	100,258
17,132		119,004
12,538		
	PLC* (Media)	139,162
42,770	BT Group PLC (Telecommunication Services)	144,040
21,497	Capita Group PLC (Commercial	ŕ
4 41 4	Services & Supplies)	80,303
4,414	Carnival PLC (Hotels Restaurants & Leisure)	134,312
29,443	Diageo PLC (Food Beverage &	13 1,312
,	Tobacco)	314,871
39,826	Dixons Group PLC (Retailing)	86,894
14,734		151,481
28,448	GlaxoSmithKline PLC (Pharmaceuticals & Biotechnology)	575,076
7,904	Reckitt Benckiser PLC (Household	
	& Personal Products)	145,278

Shares	Description			
Common S	tocks – (continued	i)		
9,658	(Banks)	cotland Group PLC	\$	271,383
95,304 300,947	Tesco PLC (Foor Retailing) Vodafone Group	•		345,380
	(Telecommunica WPP Group PLC	tion Services)	_	589,461 129,640
				3,591,576
TOTAL CO (Cost \$15,1	OMMON STOCK 08,545)	S	\$1	4,362,496
Principal Amount	Interest Rate	Maturity Date		Value
Short-Term	Obligation – 3.29	<b>%</b>		
State Street \$ 482,000	Bank & Trust Eu 1.19%	ro Time Deposit 07/01/2003	\$	482,000
TOTAL SH (Cost \$482,	IORT-TERM OB 000)	LIGATION	\$	482,000
	COLLATERAL	FORE SECURITIE		4,844,496
LENDING	COLLATERAL	EFORE SECURITIE		4,844,496 <b>V</b> alue
LENDING (Cost \$15,5	COLLATERAL 90,545)			
LENDING (Cost \$15,5	COLLATERAL 90,545)  Description  Lending Collatera	1 – <b>5.9%</b> nvestment Trust –		
Cost \$15,5 Shares Securities I 888,035	Description  Lending Collateral  Boston Global In Enhanced Portfor	1 – <b>5.9%</b> nvestment Trust –	\$1 \$	Value
Shares Securities   888,035 TOTAL SE (Cost \$888,	Description  Lending Collateral Boston Global In Enhanced Portfor CCURITIES LENE 035)  VESTMENTS	I – 5.9% nvestment Trust – lio	\$1 \$ \$L \$	Value 888,035
Shares Securities   888,035 TOTAL SE (Cost \$888, TOTAL IN (Cost \$16,4	Description  Lending Collateral Boston Global In Enhanced Portfor CCURITIES LENE 035)  VESTMENTS	I – 5.9% nvestment Trust – lio DING COLLATERA	\$1 \$ \$L \$	Value 888,035 888,035
Shares Securities   888,035  TOTAL SE (Cost \$888, TOTAL IN (Cost \$16,4)  * Non-ince † Securitie Securitie qualified tion. Tot	Description  Lending Collateral  Boston Global In Enhanced Portfo  CURITIES LENE  035)  VESTMENTS  78,580)  ome producing securis are exempt from resis Act of 1933. Such institutional buyers all market value of Ro	I – 5.9% nvestment Trust – lio DING COLLATERA	\$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$	888,035 888,035 5,732,531 of the rmally to registra-d to
Shares Securities I 888,035  TOTAL SE (Cost \$888, TOTAL IN (Cost \$16,4  * Non-ince † Securitie qualified tion. Tot \$72,090,	Description  Lending Collateral  Boston Global In Enhanced Portfo  CURITIES LENE  035)  VESTMENTS  78,580)  ome producing securis are exempt from resis Act of 1933. Such institutional buyers all market value of Ro	I – 5.9%  nvestment Trust – lio  DING COLLATERA  ity.  gistration under Rule 1 securities may be resoluted in transactions exempt and the securities are securities and the securities and the securities are securities and the securities are securities and the securities and the s	\$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$1 \$	888,035 888,035 5,732,531 of the rmally to registra-d to
Shares  Securities I 888,035  TOTAL SE (Cost \$888, TOTAL IN (Cost \$16,4  * Non-incot † Securitie qualified tion. Tot \$72,090, # Fair valu  The perce	Description  Lending Collateral Boston Global In Enhanced Portfor  CCURITIES LENE 035)  VESTMENTS 78,580)  Dome producing securits are exempt from rest Act of 1933. Such institutional buyers all market value of Rewhich represents 0.4 ed security.	nvestment Trust — lio  DING COLLATERA  ity.  gistration under Rule 1 securities may be resolin transactions exempt alle 144A securities amount 18% of net assets as of each investment contractions.	\$1 \$ \$1 44A d, no from punte June	888,035 888,035 5,732,531 of the rmally to registrad to 30, 2003.
Shares  Securities   888,035  TOTAL SE (Cost \$888, TOTAL IN (Cost \$16,4)  * Non-ince securitie qualified tion. Tot \$72,090, # Fair valu  The perce reflects the	Description  Lending Collateral Boston Global In Enhanced Portfor  CCURITIES LENE 035)  VESTMENTS 78,580)  Dome producing securits are exempt from rest Act of 1933. Such institutional buyers all market value of Rewhich represents 0.4 ed security.	nvestment Trust – lio  DING COLLATERA  ity.  gistration under Rule 1 securities may be resolute transactions exempt alle 144A securities amount 188% of net assets as of each investment coments in that cate;	\$1 \$ \$1 44A d, no from punte June	888,035 888,035 5,732,531 of the rmally to registrad to 30, 2003.

As a % of Total Net Assets

Common Stock Industry Classifications†	
Automobiles & Components	3.6%
Banks	17.0
Capital Goods	1.7
Commercial Services & Supplies	3.0
Consumer Durables & Apparel	3.9
Diversified Financials	5.4
Energy	5.9
Food & Staples Retailing	2.8
Food Beverage & Tobacco	4.3
Hotels Restaurants & Leisure	1.1
Household & Personal Products	4.5
Insurance	3.0
Materials	3.2
Media	4.1
Office Automation & Equipment	0.1
Pharmaceuticals & Biotechnology	11.4
Retailing	1.3
Semiconductors & Semiconductor Equipment	1.5
Software & Services	1.2
Technology Hardware & Equipment	4.7
Telecommunication Services	7.7
Transportation	4.3
TOTAL COMMON STOCK	95.7%

 $<sup>\</sup>ensuremath{\dagger}$  — Industry concentrations greater than one tenth of one percent are disclosed.

## Statements of Assets and Liabilities

June 30, 2003 (Unaudited)

	Income Fund	Equity Fund
Assets:		
Investment in securities, at value (identified cost \$38,247,869, \$155,372,988, \$47,800,772,		
\$25,548,979, \$397,883,039 and \$15,590,545, respectively)	\$41,000,030	\$162,234,528
Securities lending collateral, at value	_	375,700
Cash, at value(a)	61,167	273,304
Receivables:		
Investment securities sold	112,781	_
Dividends and interest, at value	41,510	187,045
Fund shares sold	9,919	176,576
Forward foreign currency exchange contracts	_	_
Variation margin(b)	_	_
Reimbursement from adviser	4,103	_
Securities lending income	13	23
Other assets	690	2,138
Total assets	41,230,213	163,249,314
Liabilities:		
Payables:		
Investment securities purchased	245,444	_
Fund shares repurchased	24,041	178,183
Amounts owed to affiliates	26,401	99,405
Payable upon return of securities loaned	_	375,700
Forward foreign currency exchange contracts	_	_
Accrued expenses and other liabilities	72,522	71,567
Total liabilities	368,408	724,855

Growth and

CORE U.S.

Net Assets:		
Paid-in capital	48,740,152	214,487,398
Accumulated undistributed net investment income	286,719	576,774
Accumulated net realized loss on investment, futures and foreign currency related transactions	(10,917,227)	(59,352,790
Net unrealized gain (loss) on investments, futures and translation of assets and liabilities		
denominated in foreign currencies	2,752,161	6,813,077
NET ASSETS	\$40,861,805	\$162,524,459
Total shares of beneficial interest outstanding, no par value (unlimited shares authorized)	4,638,454	17,260,475
Net asset value, offering and redemption price per share	\$ 8.81	\$ 9.42

<sup>(</sup>a) Includes restricted cash of \$181,150 and \$50,000 for CORE U.S. Equity Fund and CORE Small Cap Equity Fund, respectively, relating to initial margin requirements on futures transactions.

<sup>(</sup>b) Includes restricted cash of \$390,832 on deposit with the broker as collateral for futures transactions on the International Equity Fund.

Equity Fund	Mid Cap Value Fund	Capital Growth Fund	CORE Small Cap Equity Fund
\$14,844,490	\$433,046,332	\$22,899,584	\$52,531,493
888,033	_	· · · · —	2,067,829
33,15	77,664	33,638	70,647
31,054	1,837,402	_	8,483,401
40,808	474,518	15,918	57,970
27,862	741,530	82,442	14,835
304,100	_	_	_
78,020	_	_	1,155
10,84	_	5,587	6,457
1,100	477	_	6,270
382	4,958	445	837
16,259,859	436,182,881	23,037,614	63,240,894
24.00	4.2.47.202	242.200	0.464.440
12,61 13,01	4,347,282 1,648,674 299,245	242,389 5,244 14,807	8,464,112 74,661 34,154 2,067,829
12,61 13,01 888,03	1,648,674	5,244	74,661 34,154
12,61 13,01 888,03 223,11	1,648,674	5,244	74,661 34,154
12,61 13,01 888,03 223,11 94,51	1,648,674 299,245 —	5,244 14,807 —	74,661 34,154 2,067,829
12,61 13,01 888,03 223,11 94,51	1,648,674 299,245 — — — — 115,758 6,410,959	5,244 14,807 — — 47,511 309,951	74,661 34,154 2,067,829 — 76,415
12,61 13,01 888,03 223,11 94,51 1,253,22	1,648,674 299,245 — — — 115,758 6,410,959	5,244 14,807 — — 47,511 309,951	74,661 34,154 2,067,829 — 76,415 10,717,171
12,61 13,01 888,03 223,11 94,51 1,253,22	1,648,674 299,245 — — — — — — — — — — — — — — — — — — —	5,244 14,807 — — 47,511 309,951 28,621,470 28,788	74,661 34,154 2,067,829 — 76,415 10,717,171 52,233,013 133,960
12,61 13,01 888,03 223,11 94,51 1,253,22	1,648,674 299,245 — — — 115,758 6,410,959	5,244 14,807 — — 47,511 309,951	74,661 34,154 2,067,829 — 76,415 10,717,171
12,61 13,01 888,03 223,11 94,51 1,253,22 24,818,93 120,46 (9,257,31	1,648,674 299,245 — — — — — — — — — — — — — — — — — — —	5,244 14,807 — — 47,511 309,951 28,621,470 28,788	74,661 34,154 2,067,829 — 76,415 10,717,171 52,233,013 133,960
12,61 <sup>1</sup> 13,01 888,03 223,11 94,51 <sup>1</sup> 1,253,22  24,818,93 120,46 (9,257,31	1,648,674 299,245 — — — — — — — — — — — — — — — — — — —	5,244 14,807 — 47,511 309,951 28,621,470 28,788 (3,273,200)	74,661 34,154 2,067,829 — 76,415 10,717,171 52,233,013 133,960 (4,570,604)
21,929 12,619 13,017 888,033 223,110 94,510 1,253,220  24,818,930 120,462 (9,257,31) (675,454) \$15,006,633	1,648,674 299,245 — — — — — — — — — — — — — — — — — — —	5,244 14,807 — 47,511 309,951 28,621,470 28,788 (3,273,200) (2,649,395)	74,661 34,154 2,067,829 — 76,415 10,717,171 52,233,013 133,960 (4,570,604) 4,727,354

# Statements of Operations

For the Six Months Ended June 30, 2003 (Unaudited)

Growth and Income Fund			CORE U.S. Equity Fund	
Investment income:				
Dividends <sup>(a)</sup>	\$	470,644	\$	1,194,822
Interest (including securities lending income of \$53, \$202, \$24,222, \$0, \$4,398, and \$7,608,				
respectively)		6,430		4,776
Total income		477,074		1,199,598
Expenses:				
Management fees		136,272		511,051
Custody and accounting fees		36,564		40,523
Professional fees		17,660		17,660
Printing fees		17,422		15,696
Transfer Agent fees		7,268		29,203
Trustee fees		5,320		5,320
Deferred organization expenses		_		_
Other		5,251		3,519
Total expenses		225,757		622,972
Less — expense reductions		(35,402)		(148
Net expenses		190,355		622,824
NET INVESTMENT INCOME		286,719		576,774
Realized and unrealized gain (loss) on investment, futures and foreign currency transactions:				
Net realized gain (loss) from:				
Investment transactions	(1.	,016,516)		(6,391,399
Futures transactions	(-,	_		111,672
Foreign currency related transactions		_		
Net change in unrealized gain (loss) on:				
Investments	3,	598,693		21,428,681
Futures	ĺ	_		(36,980
Translation of assets and liabilities denominated in foreign currencies		_		_
Net realized and unrealized gain on investment, futures and foreign currency transactions	2,	,582,177		15,111,974

<sup>(</sup>a) For the Growth and Income, CORE U.S. Equity, CORE Small Cap Equity, Mid Cap Value, and International Equity Funds, foreign taxes withheld on dividends were \$639, \$397, \$221, \$5,605 and \$25,518, respectively.

\$ 2,868,896

\$ 15,688,748

NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS

Internationa Equity Fun	Mid Cap Value Fund	Capital Growth Fund	ORE Small Cap Equity Fund
\$ 209,98.	\$ 3,873,979	\$ 129,381	\$ 348,949
9,43	95,606	2,537	24,674
219,41	3,969,585	131,918	373,623
67,24	1,498,335	73,369	173,957
91,89	49,706	30,265	79,268
18,55	17,659	17,660	17,660
15,03	63,497	8,012	10,587
2,69 <sup>0</sup> 5,32 <sup>0</sup>	74,917 5,320	3,913 5,320	9,278 5,320
1,33	195	5,320	5,320 —
3,63	11,901	6,792	5,128
205,71	1,721,530	145,331	301,198
(110,84	(734)	(42,201)	(58,585)
94,86	1,720,796	103,130	242,613
124,54	2,248,789	28,788	131,010
(513,24.	(1,689,921)	(354,789)	(518,400)
(3,02	<u> </u>	<u> </u>	25,400
192,06	_	_	_
1,578,35	32,946,628	2,317,768	7,579,815
(2,39	<u> </u>	<u> </u>	(462)
50,22	_	_	_
1,301,98	31,256,707	1,962,979	7,086,353
\$ 1,426,53	\$ 33,505,496	\$ 1,991,767	\$ 7,217,363

# Statements of Changes in Net Assets

For the Six Months Ended June 30, 2003 (Unaudited)

	Growth and Income Fund	CORE U.S. Equity Fund
From operations:		
Net investment income	\$ 286,719	\$ 576,774
Net realized loss on investment, futures and foreign currency related transactions	(1,016,516)	(6,279,727)
Net change in unrealized gain (loss) on investments, futures and translation of assets and		
liabilities denominated in foreign currencies	3,598,693	21,391,701
Net increase in net assets resulting from operations	2,868,896	15,688,748
From share transactions:		
Proceeds from sales of shares	6,068,868	12,063,252
Cost of shares repurchased	(4,986,652)	(8,666,624)
Net increase (decrease) in net assets resulting from share transactions	1,082,216	3,396,628
TOTAL INCREASE	3,951,112	19,085,376
Net assets:		
Beginning of period	36,910,693	143,439,083
End of period	\$40,861,805	\$162,524,459
Accumulated undistributed net investment income	\$ 286,719	\$ 576,774
Summary of share transactions:		
Shares sold	728,795	1,380,856
Shares repurchased	(626,811)	(1,022,672)
TOTAL INCREASE (DECREASE)	101,984	358,184

CORE Small Cap Equity Fund	Capital Growth Fund	Mid Cap Value Fund	International Equity Fund
\$ 131,010	\$ 28,788	\$ 2,248,789	\$ 124,547
(493,000)	(354,789)	(1,689,921)	(324,204)
7,579,353	2,317,768	32,946,628	1,626,187
7,217,363	1,991,767	33,505,496	1,426,530
2,276,093	4,059,667	77,355,978	1,823,322
(3,974,535)	(1,375,766)	(38,626,673)	(1,457,189)
(1,698,442)	2,683,901	38,729,305	
5,518,921	4,675,668	72,234,801	1,792,663
47,004,802	18,051,995	357,537,121	13,213,970
\$52,523,723	\$22,727,663	\$429,771,922	\$15,006,633
\$ 133,960	\$ 28,788	\$ 2,311,851	\$ 120,462
240,336	517,564	7,260,844	253,072
(437,415)	(176,706)	(3,636,171)	(204,395)
(197,079)	340,858	3,624,673	48,677

# Statements of Changes in Net Assets

For the Year Ended December 31, 2002

	Growth and Income Fund	CORE U.S. Equity Fund
From operations:		
Net investment income	\$ 581,699	\$ 922,195
Net realized loss on investment, futures and foreign currency related transactions	(4,544,880)	(28,667,737
Net change in unrealized gain (loss) on investments, futures and translation of assets and		
liabilities denominated in foreign currencies	(960,402)	(11,617,873
Net decrease in net assets resulting from operations	(4,923,583)	(39,363,415
Distributions to shareholders:		
From net investment income	(594,255)	(927,555
From net realized gain on investment, futures and foreign currency related transactions	_	_
Total distributions to shareholders	(594,255)	(927,555
From share transactions:		
Proceeds from sales of shares	14,862,099	37,886,405
Reinvestment of dividends and distributions	594,255	927,555
Cost of shares repurchased	(13,620,580)	(18,988,344
Net increase (decrease) in net assets resulting from share transactions	1,835,774	19,825,616
TOTAL INCREASE (DECREASE)	(3,682,064)	(20,465,354
Net assets:		
Beginning of year	40,592,757	163,904,437
End of year	\$36,910,693	\$143,439,083
Accumulated undistributed (distributions in excess of) net investment income	\$ —	\$
Summary of share transactions:		
	1.710.472	2.022.150
Shares sold Shares issued on reinvestment of dividends and distributions	1,719,473 72,647	3,923,158 108,233
Shares repurchased	(1,605,512)	(2,117,889
<u> </u>		
TOTAL INCREASE (DECREASE)	186,608	1,913,502

nternational Equity Fund		Mid Cap Value Fund	Capital Growth Fund	ORE Small Cap Equity Fund
50,492	\$	\$ 3,958,345	\$ 27,956	\$ 133,281
2,424,229	(2	(12,108,793)	(1,725,376)	(2,165,250)
(841,144		(15,466,767)	(3,211,807)	(6,662,976)
3,214,881	(3	(23,617,215)	(4,909,227)	(8,694,945)
(161,774		(3,899,154)	(37,758)	(141,224)
_		(1,137,534)	_	_
(161,774		(5,036,688)	(37,758)	(141,224)
2,820,438	2	203,015,816	10,640,320	9,833,705
161,774		5,036,688	37,758	141,224
4,164,843	(4	(65,381,986)	(3,944,659)	(8,498,535)
1,182,631	(1	142,670,518	6,733,419	1,476,394
4,559,286	(4	114,016,615	1,786,434	(7,359,775)
7,773,256	17	243,520,506	16,265,561	54,364,577
3,213,970	\$13	\$357,537,121	\$18,051,995	\$47,004,802
(4,085	\$	\$ 63,062	\$ —	\$ 2,950
337,661		17,617,800	1,198,946	931,766
22,817		475,159	4,791	15,351
(513,576		(5,954,752)	(461,265)	(849,107)
(153,098		12,138,207	742,472	98,010

# Financial Highlights

Selected Data for a Share Outstanding Throughout Each Period

			ome (loss) fr tment opera						
	Net asset value, beginning of period	Net investment income	Net realized and unrealized gain (loss)	Total from investment operations	From net investment income	In excess of net investment income	From tax return of capital	From net realized gain	Total distributions
Growth and Income Fund									
For the six months ended June 30, 2003 (unaudited)	\$ 8.14	\$ 0.06(c)		\$ 0.67	\$ —	\$ —	\$ —	\$ —	\$ —
For the year ended December 31, 2002	9.33	0.13(c)	(1.19)	(1.06)	(0.13)	_	_	_	(0.13)
For the year ended December 31, 2001	10.34	0.05(c)	(1.02)	(0.97)	(0.04)	_	_	_	(0.04)
For the year ended December 31, 2000	10.89	0.04(c)	(0.55)	(0.51)	(0.04)	_	_	_	(0.04)
For the year ended December 31, 1999	10.45	0.12	0.44	0.56	(0.12)	_	_	_	(0.12)
For the period ended December 31, 1998 (commenced January 12)	10.00	0.09	0.45	0.54	(0.09)			_	(0.09)
CORE U.S. Equity Fund		(a)							
For the six months ended June 30, 2003 (unaudited)	\$ 8.49	\$ 0.03(c)		\$ 0.93	\$ —	\$ —	\$ —	\$ —	\$ —
For the year ended December 31, 2002	10.94	0.06(c)	(2.45)	(2.39)	(0.06)	_	_	_	(0.06)
For the year ended December 31, 2001	12.48	0.05(c)		(1.49)	(0.05)	_	_	_	(0.05)
For the year ended December 31, 2000	13.98	0.11 <sup>(c)</sup>	(1.46)	(1.35)	(0.08)	_	_	(0.07)	(0.15)
For the year ended December 31, 1999	11.42	0.05	2.72	2.77	(0.05)	_	_	(0.16)	(0.21)
For the period ended December 31, 1998 (commenced February 13)	10.00	0.05	1.42	1.47	(0.05)			_	(0.05)
CORE Small Cap Equity Fund									
For the six months ended June 30, 2003 (unaudited)	\$ 9.19	\$ 0.03(c)		\$ 1.49	\$ —	\$ —	\$ —	\$ —	\$ —
For the year ended December 31, 2002	10.84	0.03(c)	(1.65)	(1.62)	(0.03)	_	_	_	(0.03)
For the year ended December 31, 2001	10.40	0.03(c)	0.44	0.47	(0.02)	_	(0.01)	_	(0.03)
For the year ended December 31, 2000	10.60	0.06(c)	0.09	0.15	(0.04)	_	_	(0.31)	(0.35)
For the year ended December 31, 1999	9.04	0.02	1.56	1.58	(0.02)	_	_	_	(0.02)
For the period ended December 31, 1998 (commenced February 13)	10.00	0.02	(0.95)	(0.93)	(0.02)	(0.01)		_	(0.03)
Capital Growth Fund		( )							
For the six months ended June 30, 2003 (unaudited)	\$ 7.77	\$ 0.01(c)		\$ 0.76	\$ —	\$ —	\$ —	\$ —	\$ —
For the year ended December 31, 2002	10.28	0.01(c)	(2.50)	(2.49)	(0.02)	_	_	_	(0.02)
For the year ended December 31, 2001	12.09	0.02(c)	(1.78)	(1.76)	(0.02)	_	_	(0.03)	(0.05)
For the year ended December 31, 2000	14.01	0.01(c)	(1.16)	(1.15)	(0.01)	_	_	(0.76)	(0.77)
For the year ended December 31, 1999	11.31	0.01	3.04	3.05	(0.01)	_	_	(0.34)	(0.35)
For the period ended December 31, 1998 (commenced April 30)	10.00	0.03	1.31	1.34	(0.03)			_	(0.03)
Mid Cap Value Fund		( )							
For the six months ended June 30, 2003 (unaudited)	\$10.61	\$ 0.06(c)		\$ 0.90	\$ —	\$ —	\$ —	\$ —	\$ —
For the year ended December 31, 2002	11.29	0.14 <sup>(c)</sup>	(0.67)	(0.53)	(0.12)	_	_	(0.03)	(0.15)
For the year ended December 31, 2001	10.67	0.14 <sup>(c)</sup>		1.28	(0.11)	_	_	(0.55)	(0.66)
For the year ended December 31, 2000	8.42	0.15 <sup>(c)</sup>	2.45	2.60	(0.08)	_	_	(0.27)	(0.35)
For the year ended December 31, 1999	8.57	0.07	(0.15)	(0.08)	(0.07)	_	_	_	(0.07)
For the period ended December 31, 1998 (commenced May 1)	10.00	0.07	(1.43)	(1.36)	(0.07)			_	(0.07)
International Equity Fund									
For the six months ended June 30, 2003 (unaudited)	\$ 7.25	\$ 0.07(c)	\$ 0.70	\$ 0.77	\$ —	\$ —	\$ —	\$ —	\$ —
For the year ended December 31, 2002	8.99	0.03(c)	(1.68)	(1.65)	(0.09)	_	_	_	(0.09)
For the year ended December 31, 2001	11.78	0.05(c)	(2.68)	(2.63)	(0.09)	_	(0.04)	(0.03)	(0.16)
For the year ended December 31, 2000	14.47	0.05(c)	(1.99)	(1.94)	_	_	_	(0.75)	(0.75)
For the year ended December 31, 1999	11.91	0.07	3.66	3.73	(0.07)	(0.13)	_	(0.97)	(1.17)
For the period ended December 31, 1998 (commenced January 12)	10.00	0.02	1.98	2.00	_	_	_	(0.09)	(0.09)

<sup>(</sup>a) Assumes investment at the net asset value at the beginning of the period, reinvestment of all distributions and a complete redemption of the investment at the net asset value at the end of period. Total returns for periods less than one full year are not annualized. Returns do not reflect the deduction of taxes that a shareholder would pay on fund distributions or the redemption of fund shares.

<sup>(</sup>b) Annualized.

<sup>(</sup>c) Calculated based on the average shares outstanding methodology.

### Ratios assuming no expense reductions

					expense	reductions	
Net asset value, end of period	Total return(a)	Net assets at end of period (in 000s)	Ratio of net expenses to average net assets	Ratio of net investment income to average net assets	Ratio of expenses to average net assets	Ratio of net investment income (loss) to average net assets	Portfolio turnover rate
\$ 8.81	8.23%	\$ 40,862	1.05%(b)	1.58%(b)	1.24%(b)	1.39%(b)	41%
8.14	(11.34)	36,911	1.05	1.51	1.27	1.29	98
9.33	(9.34)	40,593	1.00	0.49	1.17	0.32	48
10.34	(4.69)	37,116	0.99	0.40	1.22	0.17	68
10.89	5.41	25,989	0.90	1.44	1.65	0.69	121
10.45	5.47	13,814	0.90(b)	1.85(b)	2.69(b)	0.06 <sup>(b)</sup>	88
\$ 9.42	10.95%	\$162,524	0.85%(b)	0.79%(b)	0.85%(b)	0.79%(b)	42%
8.49	(21.89)	143,439	0.85	0.60	0.86	0.59	84
10.94	(11.94)	163,904	0.81	0.48	0.82	0.47	72
12.48	(9.62)	139,303	0.85	0.87	0.87	0.85	32
13.98	24.30	52,058	0.80	0.70	1.52	(0.02)	70
11.42	14.73	9,809	0.80(b)	0.70(b)	2.83(b)	(1.33) (b)	75
\$10.68	16.32%	\$ 52,524	1.05%(b)	0.56%(b)	1.30% <sup>(b)</sup>	0.31%(b)	71%
9.19	(14.97)	47,005	1.04	0.25	1.29	0.00	128
10.84	4.53	54,365	1.00	0.32	1.22	0.10	105
10.40	1.75	40,561	0.99	0.59	1.55	0.03	91
10.60	17.54	13,488	0.90	0.35	4.22	(2.97)	101
9.04	(9.30)	4,841	0.90 <sup>(b)</sup>	0.30(b)	3.92(b)	(2.72) (b)	74
\$ 8.53	9.78%	\$ 22,728	1.05%(b)	0.29%(b)	1.48%(b)	(0.14)%(b)	9%
7.77	(24.33)	18,052	1.10	0.16	1.77	(0.51)	24
10.28	(14.46)	16,266	1.00	0.15	1.69	(0.54)	39
12.09	(7.98)	16,775	0.99	0.13	1.84	(0.72)	37
14.01	27.13	10,450	0.90	0.04	3.13	(2.19)	34
11.31	13.40	4,463	0.90(b)	0.42(b)	4.92(b)	(3.60) (b)	20
<b>011.51</b>	0.4007	# 420 FF2	o oper(b)	1 200((b)	o ooo (b)	1.200/(b)	250/
\$11.51	8.48%	\$429,772	0.92%(b) 0.91	1.20%(b)	0.92%(b) 0.91	1.20%(b) 1.20	37%
10.61 11.29	(4.69) 12.05	357,537 243,521	0.91	1.20 1.27	0.91	1.20	95 82
10.67	31.07	101,657	1.04	1.60	1.22	1.42	101
8.42	(0.95)	21,882	0.95	1.30	2.19	0.06	101
8.57	(13.56)	5,604	0.95(b)	1.74(b)	4.79(b)	(2.10) (b)	38
0.57	(15.50)	2,001	0.55	1./ 15 /	1.72.7	(2.10)	
\$ 8.02	10.62%	\$ 15,007	1.41% <sup>(b)</sup>	1.85% <sup>(b)</sup>	3.06% <sup>(b)</sup>	0.20%(b)	26%
7.25	(18.34)	13,214	1.46	0.32	2.96	(1.18)	86
8.99	(22.26)	17,773	1.35	0.47	2.05	(0.23)	76
11.78	(13.19)	29,261	1.34	0.37	1.99	(0.28)	70
14.47	31.85	20,159	1.25	0.41	2.57	(0.91)	87
11.91	20.07	11,206	1.25(b)	0.23 <sup>(b)</sup>	2.97 <sup>(b)</sup>	(1.49)(b)	76

### Notes to Financial Statements

June 30, 2003 (Unaudited)

#### 1. ORGANIZATION

Goldman Sachs Variable Insurance Trust (the "Trust") is a Delaware statutory trust registered under the Investment Company Act of 1940, as amended ("the Act") as an open-end, management investment company. The Trust includes Goldman Sachs Growth and Income Fund ("Growth and Income"), Goldman Sachs CORE U.S. Equity Fund ("CORE U.S. Equity"), Goldman Sachs CORE Small Cap Equity Fund ("CORE Small Cap Equity"), Goldman Sachs Capital Growth Fund ("Capital Growth"), Goldman Sachs Mid Cap Value Fund ("Mid Cap Value") and Goldman Sachs International Equity Fund ("International Equity"), collectively, "the Funds" or individually a "Fund." Each Fund is diversified under the Act.

Shares of the Trust may be purchased and held by separate accounts of participating life insurance companies for the purpose of funding variable annuity contracts and variable life insurance policies. Shares of the Trust are not offered directly to the general public.

#### 2. SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies consistently followed by the Funds. The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that may affect the reported amounts. Actual results could differ from those estimates.

- A. Investment Valuation Investments in securities traded on a U.S. or foreign securities exchange or the Nasdaq system are valued daily at their last sale or official closing price on the principal exchange or system on which they are traded. If no sale occurs, securities are valued at the closing bid price. Debt securities are valued at prices supplied by independent pricing services, broker/dealer-supplied valuations or matrix pricing systems. Unlisted equity and debt securities for which market quotations are available are valued at the last sale price on valuation date, or if no sale occurs, at the last bid price. Short-term debt obligations maturing in sixty days or less are valued at amortized cost, which approximates market value. Securities for which quotations are not readily available are valued at fair value using methods approved by the Board of Trustees. In addition, the impact of events that occur after the publication of market quotations used by a Fund to price its securities but before the close of regular trading on the New York Stock Exchange will not be reflected in the Fund's next determined NAV unless the Trust, in its discretion, determines to make an adjustment in light of the nature and significance of the event, consistent with applicable regulatory guidance.
- B. Securities Transactions and Investment Income Securities transactions are recorded as of the trade date. Realized gains and losses on sales of portfolio securities are calculated using the identified-cost basis. Dividend income is recorded on the ex-dividend date, net of foreign withholding taxes including reclaims, where applicable. Certain dividends from foreign securities may be recorded subsequent to the ex-dividend date as soon as the Fund is informed of such dividends. Interest income is determined on the basis of interest accrued, premium amortized and discount accreted. In addition, it is the Funds' policy to accrue for estimated capital gains taxes on foreign securities held by the Funds, which are subject to such taxes.
- C. Federal Taxes It is each Fund's policy to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute each year substantially all of its investment company taxable income to its shareholders. Accordingly, no federal tax provisions are required. Income distributions and capital gains distributions, if any, are declared and paid annually.

The characterization of distributions to shareholders for financial reporting purposes is determined in accordance with income tax rules. Therefore, the source of a portfolio's distributions may be shown in the accompanying financial statements as either from net investment income or net realized gain on investment transactions, or from paid-in-capital, depending on the type of book/tax differences that may exist.

D. Deferred Organization Expenses — Organization-related costs were amortized on a straight-line basis over a period of five years. At June 30, 2003, deferred organization costs have been fully amortized for all Funds.

#### 2. SIGNIFICANT ACCOUNTING POLICIES — continued

- E. Expenses Expenses incurred by the Trust that do not specifically relate to an individual Fund of the Trust are generally allocated to the Funds on a straight-line or pro rata basis depending upon the nature of the expense.
- F. Foreign Currency Translations The books and records of each Fund are maintained in U.S. dollars. Amounts denominated in foreign currencies are translated into U.S. dollars on the following basis: (i) investment valuations, foreign currency and other assets and liabilities initially expressed in foreign currencies are converted each business day into U.S. dollars based upon current exchange rates; and (ii) purchases and sales of foreign investments, income and expenses are converted into U.S. dollars based upon currency exchange rates prevailing on the respective dates of such transactions.

Net realized and unrealized gain (loss) on foreign currency transactions will represent: (i) foreign exchange gains and losses from the sale and holdings of foreign currencies; (ii) gains and losses between trade date and settlement date on investment securities transactions and forward exchange contracts; and (iii) gains and losses from the difference between amounts of interest, dividends and foreign withholding taxes recorded and the amounts actually received. The effect of changes in foreign currency exchange rates on securities and derivative instruments are not segregated in the Statement of Operations from the effects of changes in market prices of those securities and derivative instruments, but are included with the net realized and unrealized gain or loss on securities and derivative instruments. Net unrealized foreign exchange gains and losses arising from changes in the value of other assets and liabilities as a result of changes in foreign exchange rates are included as increases and decreases in unrealized appreciation/depreciation on foreign currency related transactions.

- G. Segregation Transactions As set forth in the prospectus, certain Funds may enter into derivative transactions to seek to increase total return. Forward foreign currency exchange contracts, futures contracts, written options, when-issued securities and forward commitments are examples of such transactions. As a result of entering into those transactions, the Funds are required to segregate liquid assets equal to or greater than the market value of the corresponding transactions.
- H. Repurchase Agreements Repurchase agreements involve the purchase of securities subject to the seller's agreement to repurchase them at a mutually agreed upon date and price. During the term of a repurchase agreement, the value of the underlying securities held as collateral on behalf of the Funds, including accrued interest, is required to equal or exceed the value of the repurchase agreement, including accrued interest. The underlying securities for all repurchase agreements are held in safekeeping at the Funds' custodian or designated subcustodians under triparty repurchase agreements.

#### 3. AGREEMENTS

Goldman Sachs Funds Management, L.P. (''GSFM''), a subsidiary of The Goldman Sachs Group, Inc., was renamed at the end of April, 2003, Goldman Sachs Asset Management, L.P. (''GSAM''), and assumed Goldman, Sachs & Co.'s (''Goldman Sachs'') investment advisory responsibilities under its Investment Management Agreement (the ''Agreement'') with the Trust on behalf of the Growth and Income, CORE U.S. Equity, CORE Small Cap Equity, Capital Growth and Mid Cap Value Funds. The fees payable under the Agreement, and the personnel who manage the Funds, did not change as a result of GSAM's assumption of responsibilities. Goldman Sachs Asset Management International (''GSAMI''), an affiliate of Goldman Sachs, serves as the investment adviser for the International Equity Fund. Under the Agreements, the respective adviser manages the Funds' portfolios, subject to the general supervision of the Trust's Board of Trustees. As compensation for the services rendered pursuant to the Agreements, the assumption of the expenses related thereto and administering the Funds' business affairs, including providing facilities, the investment adviser is entitled to a fee, computed daily and payable monthly equal to an annual percentage rate of the average daily net assets.

Additionally, the investment advisers have voluntarily agreed to limit certain "Other Expenses" of the Funds (excluding Management fees, taxes, interest, brokerage fees, litigation and indemnification, shareholder meeting, other extraordinary expenses and Transfer Agent fees) to the extent that such expenses exceed, on an annual basis, a percentage rate of the average daily net assets of each Fund.

June 30, 2003 (Unaudited)

#### ${\tt 3. AGREEMENTS-continued}\\$

The Fund's Management Fees and expense limitations as an annual percentage rate of average daily net assets are as follows:

Fund	Management Fee	Other Expense Limit
Growth and Income	0.75%	0.25%
CORE U.S. Equity	0.70	0.20
CORE Small Cap Equity	0.75	0.25
Capital Growth	0.75	0.25
Mid Cap Value	0.80	0.25
International Equity	1.00	0.35

Goldman Sachs also serves as the transfer agent of the Funds. The fees charged for such transfer agency services are calculated daily and payable monthly at an annual rate of 0.04% of the average daily net assets of each Fund. Goldman Sachs serves as the distributor of each Fund's shares at no cost to the Funds.

For the six months ended June 30, 2003, the investment adviser reimbursed certain other expenses and the Funds have entered into certain offset arrangements with the custodian resulting in a reduction of the Funds expenses as follows (amounts in thousands):

Fund	Investment Adviser Reimbursement	Custody Fee Reduction	Total
Growth and Income	\$ 35	\$—	\$ 35
CORE U.S. Equity	_	_	_
CORE Small Cap Equity	58	1	59
Capital Growth	42	_	42
Mid Cap Value	_	1	1
International Equity	111	_	111

At June 30, 2003, the amounts owed to affiliates were as follows (in thousands):

Fund	Managemen Fees	t Transfer Age Fees	ent Total
Growth and Income	\$ 25	\$ 1	\$ 26
CORE U.S. Equity	94	5	99
CORE Small Cap Equity	32	2	34
Capital Growth	14	1	15
Mid Cap Value	285	14	299
International Equity	12	1	13

#### 4. PORTFOLIO SECURITY TRANSACTIONS

Cost of purchases and proceeds of sales and maturities of long-term securities for the six months ended June 30, 2003 were as follows:

Fund	Purchases	Sales and Maturities
Growth and Income	\$15,992,595	\$14,834,014
CORE U.S. Equity	64,628,201	60,992,563
CORE Small Cap Equity	33,159,095	34,502,937
Capital Growth	4,533,333	1,749,220
Mid Cap Value	181,481,346	135,788,485
International Equity	3,903,510	3,428,867

Forward Foreign Currency Exchange Contracts — Growth and Income, Capital Growth, Mid Cap Value and International Equity may enter into forward foreign currency exchange contracts for the purchase or sale of a specific foreign currency at a fixed price on a future date as a hedge or cross-hedge against either specific transactions or portfolio positions. International Equity may also purchase and sell forward contracts to seek to increase total return. All commitments are "marked-to-market" daily at the applicable translation rates. The Funds record realized gains or losses at the time the forward contract is offset by entry into a closing transaction or extinguished by delivery of the currency. Risks may arise upon entering into these contracts from the potential inability of counterparties to meet the terms of their contracts and from unanticipated movements in the value of a foreign currency relative to the U.S. dollar.

June 30, 2003 (Unaudited)

#### 4. PORTFOLIO SECURITY TRANSACTIONS — continued

At June 30, 2003, the International Equity Fund had outstanding forward foreign currency exchange contracts as follows:

Open Foreign Currency Purchase Contracts	Expiration Date	Value on Settlement Date	Current Value	Unrealized Gain	Unrealized Loss
Australian Dollar	07/11/2003	\$ 1,035,693	\$ 1,104,051	\$ 68,358	\$ —
	07/24/2003	624,472	638,463	13,991	_
	10/22/2003	188,448	189,944	1,496	_
Canadian Dollar	07/11/2003	780,000	810,388	30,388	_
	07/11/2003	147,000	145,994	_	1,006
	10/22/2003	190,252	189,063	_	1,189
Danish Krone	07/30/2003	133,427	134,177	750	_
Euro Currency	07/11/2003	833,000	870,576	37,576	_
	07/11/2003	608,729	596,546	_	12,183
	10/22/2003	95,000	95,053	53	_
Hong Kong Dollar	09/11/2003	47,495	47,505	10	_
Japanese Yen	07/11/2003	137,491	137,660	169	_
	07/11/2003	663,000	645,025	_	17,975
	07/29/2003	460,308	456,509	_	3,799
	10/22/2003	191,455	187,826	_	3,629
Norwegian Krone	07/11/2003	327,577	332,691	5,114	_
	07/11/2003	452,525	437,036	_	15,489
	07/28/2003	64,774	60,150	_	4,624
Pound Sterling	07/11/2003	983,000	1,003,803	20,803	_
	07/11/2003	97,000	95,476	_	1,524
	07/31/2003	564,605	559,634	_	4,971
	10/22/2003	190,851	188,643	_	2,208
Singapore Dollar	07/25/2003	68,168	66,634	_	1,534
Swedish Krona	07/11/2003	597,930	639,506	41,576	_
	07/11/2003	182,000	177,855	_	4,145
	10/22/2003	95,592	94,899	_	693
Swiss Franc	07/11/2003	169,000	170,382	1,382	_
	07/11/2003	700,179	685,825		14,354
TOTAL OPEN FOREIGN CURRENCY PURCHASE CONTRACTS		\$10,628,971	\$10,761,314	\$221,666	\$ 89,323

Open Foreign Currency Sales Contracts	Expiration Date	Value on Settlement Date	Current Value	Unrealized Gain	Unrealized Loss
Australian Dollar	07/11/2003	\$1,061,666	\$1,104,051	\$ —	\$ 42,385
Canadian Dollar	07/11/2003	213,392	212,000	1,392	_
	07/11/2003	729,000	744,381	_	15,381
Euro Currency	07/11/2003	944,000	929,632	14,368	_
	07/11/2003	505,321	537,489	_	32,168
	07/30/2003	391,106	393,110	_	2,004
Japanese Yen	07/11/2003	796,025	782,685	13,340	_
Norwegian Krone	07/11/2003	373,000	356,966	16,034	_
	07/11/2003	404,000	412,761	_	8,761
Mexican Peso	09/24/2003	160,759	161,251	_	492
Pound Sterling	07/11/2003	385,183	380,700	4,483	_
	07/11/2003	694,000	718,579	_	24,579
	07/31/2003	84,574	84,675	_	101
Singapore Dollar	07/25/2003	190,089	191,685	_	1,596
Swedish Krona	07/11/2003	475,781	463,371	12,410	_
	07/11/2003	349,000	353,991	_	4,991
	10/22/2003	95,000	94,725	275	_
Swiss Franc	07/11/2003	181,000	173,957	7,043	_
	07/11/2003	680,915	682,250	_	1,335
	07/28/2003	221,073	215,062	6,011	_
	10/22/2003	383,150	376,072	7,078	_

The contractual amounts of forward foreign currency exchange contracts do not necessarily represent the amounts potentially subject to risk. The measurement of the risks associated with these instruments is meaningful only when all related and offsetting transactions are considered. At June 30, 2003, the International Equity Fund had segregated sufficient cash and/or securities to cover any commitments under these contracts.

\$9,318,034

\$9,369,393

\$ 82,434

\$133,793

CONTRACTS

Futures Contracts — The Funds may enter into futures transactions to hedge against changes in interest rates, securities prices, currency exchange rates or to seek to increase total return. Futures contracts are valued at the last settlement price at the end of each day on the board of trade or exchange upon which they are traded. Upon entering into a futures contract, the Funds are required to deposit with a broker an amount of cash or securities equal to the minimum "initial margin" requirement of the associated futures exchange. Subsequent payments for futures contracts ("variation margin") are paid or received by the Funds daily, dependent on the daily fluctuations in the value of the contracts, and are recorded for financial reporting purposes as unrealized gains or losses. When contracts are closed, the Funds realize a gain or loss which is reported in the Statements of Operations.

The use of futures contracts involve, to varying degrees, elements of market and counterparty risk which may exceed the amounts recognized in the Statements of Assets and Liabilities. Changes in the value of the futures contract may not directly

June 30, 2003 (Unaudited)

#### 4. PORTFOLIO SECURITY TRANSACTIONS — continued

correlate with changes in the value of the underlying securities. This risk may decrease the effectiveness of the Funds' strategies and potentially result in a loss. At June 30, 2003, open futures contracts were as follows:

Fund	Туре	Number of Contracts Long	Settlement Month	Market Value	Unrealized Gain (Loss)
CORE U.S. Equity	S & P 500 Index	28	September 2003	\$1,362,620	\$(48,463)
CORE Small Cap Equity	Russell 2000 Index	7	September 2003	313,880	(3,367)
International Equity	Eurex Deutschland 50	14	September 2003	390,832	(12,722)

For the six months ended June 30, 2003, Goldman Sachs earned brokerage commissions from portfolio transactions, including futures, executed on behalf of the Funds in the following amounts:

Fund	Brokerage Commissions
Growth and Income	\$ 280
CORE U.S. Equity	1,015
CORE Small Cap Equity	128
Capital Growth	70
Mid Cap Value	9,156
International Equity	364

#### 5. SECURITIES LENDING

Pursuant to exemptive relief granted by the SEC and the terms and conditions contained therein, the Funds may lend their securities through their securities lending agent, Boston Global Advisers (BGA) — a wholly owned subsidiary of Goldman Sachs, to certain qualified borrowers including Goldman Sachs. The loans are collateralized at all times with cash and/or securities with a market value at least equal to the securities on loan. As with other extensions of credit, the Funds bear the risk of delay on recovery or loss of rights in the collateral should the borrower of the securities fail financially.

Both the Funds and BGA receive compensation relating to the lending of the Funds' securities. The amount earned by the Funds for the six months ended June 30, 2003 is reported parenthetically on the Statements of Operations. The table below details the following items as of June 30, 2003: 1) market value of the securities on loan by Funds, 2) the amount of cash collateral received for loan transactions, 3) BGA earnings as securities lending agent for the Funds, 4) compensation earned by the Funds from lending its securities to Goldman Sachs and 5) the amount payable to Goldman Sachs upon return of securities loaned (collateral value). The Funds invest the cash collateral received in connection with securities lending transactions in the Enhanced Portfolio of Boston Global Investment Trust, a Delaware Statutory Trust. The Enhanced Portfolio is exempt from registration under Section 3(c)(7) of the Investment Company Act of 1940 and is managed by GSAM. The Enhanced Portfolio invests in high quality money market instruments. The Funds bear the risk of incurring a loss from the investment of cash collateral due to either credit or market factors.

Fund	Market Value of Securities on loan as of June 30, 2003	Cash Collateral Received for Loans Outstanding as of June 30, 2003	Earnings of BGA Relating to Securities Loaned for Six Months Ended June 30, 2003	Earnings Received From Lending to Goldman Sachs for Six Months Ended June 30, 2003	Amount Payable to Goldman Sachs Upon Return of Securities Loaned
Growth and Income <sup>(a)</sup>	\$ —	\$ —	\$ 10	\$ 20	\$ —
CORE U.S. Equity	347,412	375,700	36	85	375,700
CORE Small Cap Equity	1,959,271	2,067,829	4,275	7,194	212,400
Capital Growth	_	_	_	_	_
Mid Cap Value <sup>(a)</sup>	_	_	778	_	_
International Equity	829,005	888,035	1,344	22	_

<sup>(</sup>a) While there was lending activity during the six months ended June 30, 2003, there were no loans outstanding as of June 30, 2003.

June 30, 2003 (Unaudited)

#### 6. JOINT REPURCHASE AGREEMENT ACCOUNT

The Funds, together with other registered investment companies having management agreements with GSAM or their affiliates, transfer uninvested cash into joint accounts, the daily aggregate balance of which is invested in one or more repurchase agreements.

At June 30, 2003, the Growth and Income, CORE U.S. Equity, CORE Small Cap Equity, Capital Growth and Mid Cap Value Funds had undivided interests in the repurchase agreements in Joint Account II which equaled \$1,500,000, \$1,200,000, \$200,000, \$500,000 and \$11,400,000, respectively, in principal amount. At June 30, 2003, the following repurchase agreements held in this Joint Account were fully collateralized by Federal Agency obligations.

Repurchase Agreements	Principal Amount	Interest Rate	Maturity Date	Maturity Value
Banc of America Securities LLC	\$ 700,000,000	1.25%	07/01/2003	\$ 700,024,305
Barclays Capital PLC	500,000,000	1.20	07/01/2003	500,016,667
Bear Stearns Companies, Inc.	300,000,000	1.25	07/01/2003	300,010,417
Credit Suisse First Boston Corp.	200,000,000	1.25	07/01/2003	200,006,944
Deutsche Bank Securities, Inc.	350,000,000	1.20	07/01/2003	350,011,667
Greenwich Capital Markets	350,000,000	1.25	07/01/2003	350,012,153
J.P. Morgan Chase & Co.	750,000,000	1.20	07/01/2003	750,025,000
Morgan Stanley	500,000,000	1.40	07/01/2003	500,019,444
UBS LLC	850,000,000	1.23	07/01/2003	850,029,042
Westdeutsche Landesbank AG	600,000,000	1.25	07/01/2003	600,020,833
TOTAL JOINT REPURCHASE AGREEMENT ACCOUNT II	\$ 5,100,000,000			\$ 5,100,176,472

#### 7. LINE OF CREDIT FACILITY

The Funds participate in a \$350,000,000 committed, unsecured revolving line of credit facility. Under the most restrictive arrangement, each Fund must own securities having a market value in excess of 400% of the total bank borrowings. This facility is to be used solely for temporary or emergency purposes. The interest rate on borrowings is based on the federal funds rate. The committed facility also requires a fee to be paid by the Funds based on the amount of the commitment which has not been utilized. During the six months ended June 30, 2003, the Funds did not have any borrowings under this facility.

#### 8. ADDITIONAL TAX INFORMATION

As of the most recent fiscal year end December 31, 2002, the Funds' capital loss carryforwards and certain timing differences on a tax basis were as follows:

	Growth and	CORE U.S.	CORE Small Cap	Capital	Mid Cap	International
	Income Fund	Equity Fund	Equity Fund	Growth Fund	Value Fund	Equity Fund
Timing differences (post October Losses) Capital loss carryforward	\$ (238,972)	\$ (3,241,642)	\$ (692,321)	\$ (239,570)	\$(8,416,037)	\$ (519,273)
	(9,096,947)	(48,380,189)	(2,941,900)	(2,436,906)	(2,846,355)	(8,203,948)
Capital loss carryforward years of expiration	2006-2010	2008-2010	2009-2010	2009-2010	2010	2009-2010

At June 30, 2003, the Fund's aggregate security unrealized gains and losses based on cost for U.S. federal income tax purposes was as follows (using prior year tax information):

	Growth and	CORE U.S.	CORE Small Cap	Capital	Mid Cap	International
	Income Fund	Equity Fund	Equity Fund	Growth Fund	Value Fund	Equity Fund
Tax Cost	\$38,812,661	\$156,835,703	\$48,244,110	\$25,790,914	\$399,438,307	\$15,800,431
Gross unrealized gain	3,019,896	12,199,901	6,148,834	784,685	36,733,001	959,916
Gross unrealized loss	(832,527)	(6,801,076)	(1,861,451)	(3,676,015)	(3,124,976)	(1,915,851)
Net unrealized security gain (loss)	\$ 2,187,369	\$ 5,398,825	\$ 4,287,383	\$ (2,891,330)	\$ 33,608,025	\$ (955,935)

The difference between book-basis and tax-basis unrealized gains (losses) is attributable primarily to wash sales.



TRUSTEES
Ashok N. Bakhru, *Chairman*Gary D. Black
Patrick T. Harker
James A. McNamara
Mary Patterson McPherson
Alan A. Shuch
Wilma J. Smelcer
Richard P. Strubel
Kaysie P. Uniacke

OFFICERS
Kaysie P. Uniacke, *President*James A. Fitzpatrick, *Vice President*James A. McNamara, *Vice President*John M. Perlowski, *Treasurer*Howard B. Surloff, *Secretary* 

GOLDMAN, SACHS & CO. Distributor and Transfer Agent

GOLDMAN SACHS ASSET MANAGEMENT, L.P. Investment Adviser

GOLDMAN SACHS ASSET MANAGEMENT INTERNATIONAL Christchurch Court, 10-15 Newgate Street London, England EC1A 7HD

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The reports concerning the Funds included in this shareholder report contain certain forward-looking statements about the factors that may affect the performance of the Funds in the future. These statements are based on Fund management's predictions and expectations concerning certain future events and their expected impact on the Funds, such as performance of the economy as a whole and of specific industry sectors, changes in the levels of interest rates, the impact of developing world events, and other factors that may influence the future performance of the Funds. Management believes these forward-looking statements to be reasonable, although they are inherently uncertain and difficult to predict. Actual events may cause adjustments in portfolio management strategies from those currently expected to be employed.

This report is prepared for the general information of contract owners and is not an offer of shares of the Goldman Sachs Variable Insurance Trust: Growth and Income, CORE U.S. Equity, CORE Small Cap Equity, Capital Growth, Mid Cap Value and International Equity Funds.

This material is not authorized for distribution to prospective investors unless preceded or accompanied by a current Prospectus which contains facts concerning the Fund's objectives, policies, management, expenses and other information.

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VITSAR

#### ITEM 2. CODE OF ETHICS.

Not applicable to semi-annual reports for the period ended June 30, 2003.

#### ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

Not applicable to semi-annual reports for the period ended June 30, 2003.

#### ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

Not applicable to semi-annual reports for the period ended June 30, 2003.

#### ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.

Not applicable.

#### ITEM 6. [RESERVED]

## ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

Not applicable.

#### ITEM 8. [RESERVED]

#### ITEM 9. CONTROLS AND PROCEDURES.

- (a) The registrant's principal executive and principal financial officers or persons performing similar functions have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on the evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act and 15d-15(b) under the Securities Exchange Act of 1934, as amended.
- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's last fiscal half-year (the registrant's second fiscal half-year in the case of an annual report) that has materially affected, or is reasonably likely to materially affect the registrant's internal control over financial reporting.

#### ITEM 10. EXHIBITS.

- (a) Not applicable to semi-annual reports for the period ended June 30, 2003.
- (a)(2) Exhibit 99.CERT Certifications pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
- (b) Exhibit 99.906CERT Certifications pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

Attached hereto.

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Goldman Sachs Variable Insurance Trust

By: /s/ Kaysie P. Uniacke

Kaysie P. Uniacke

President/Principal Executive Officer of Goldman Sachs Variable Insurance Trust

Date: August 14, 2003

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Kaysie P. Uniacke

Kaysie P. Uniacke

President/Principal Executive Officer of Goldman Sachs Variable Insurance Trust

Date: May 2, 2003

By: /s/ John M. Perlowski

John M. Perlowski

Treasurer/Principal Financial Officer of Goldman Sachs Variable Insurance Trust

Date: August 14, 2003